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*Co-Counsel to the Ad Hoc Committee of
Governmental and Other Contingent
Litigation Claimants*

UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK

----- X
In re : Chapter 11
:
PURDUE PHARMA L.P., *et al.*, : Case No. 19-23649 (RDD)
:
Debtors¹. : (Jointly Administered)
----- X

**APPLICATION OF OTTERBOURG P.C. AS CO-COUNSEL TO THE
AD HOC COMMITTEE OF GOVERNMENTAL AND OTHER CONTINGENT
CLAIMANTS FOR SIXTH INTERIM ALLOWANCE OF COMPENSATION FOR
SERVICES RENDERED AND REIMBURSEMENT OF EXPENSES INCURRED FROM
JUNE 1, 2021 THROUGH AND INCLUDING SEPTEMBER 30, 2021**

| <i>General Information</i> | |
|-----------------------------------|--|
| Name of Applicant: | Otterbourg P.C. |
| Applicant's role in case: | Co-Counsel to the Ad Hoc Committee of Governmental and Other Contingent Litigation Claimants |
| Retention date: | September 16, 2019 |

¹ The Debtors in these chapter 11 cases, along with the last four digits of each Debtors' registration number in the applicable jurisdiction, are as follows: Purdue Pharma L.P. (7484), Purdue Pharma Inc. (7486), Purdue Transdermal Technologies L.P. (1868), Purdue Pharma Manufacturing L.P. (3821), Purdue Pharmaceuticals L.P. (0034), Imbrium Therapeutics L.P. (8810), Adlon Therapeutics L.P. (6745), Greenfield BioVentures L.P. (6150), Seven Seas Hill Corp. (4591), Ophir Green Corp. (4594), Purdue Pharma of Puerto Rico (3925), Avrio Health L.P. (4140), Purdue Pharmaceutical Products L.P. (3902), Purdue Neuroscience Company (4712), Nayatt Cove Lifescience Inc. (7805), Button Land L.P. (7502), Rhodes Associates L.P. (N/A), Paul Land Inc. (7425), Quidnick Land L.P. (7584), Rhodes Pharmaceuticals L.P. (6166), Rhodes Technologies (7143), UDF L.P. (0495), SVC Pharma L.P. (5717) and SVC Pharma Inc. (4014). The Debtors' corporate headquarters is located at One Stamford Forum, 201 Tresser Boulevard, Stamford, CT 06901.

| | |
|---|---|
| Date of Order approving Debtors' payment of fees and expenses of Applicant: | December 2, 2019 [Dkt. No. 553] |
| <i>Summary of Fees and Expenses Sought in the Application</i> | |
| Time period covered for interim fees and expenses requested by this application: | June 1, 2021 through and including September 30, 2021 (the " <u>Application Period</u> ") |
| Amount of compensation sought as actual, reasonable, and necessary for the Application Period: | \$601,312.00 |
| Amount of expense reimbursement sought as actual, reasonable, and necessary for the Application Period: | \$47.49 |
| Total compensation and expense reimbursement requested for the Application Period: | \$601,359.49 |
| Amount of compensation paid but not yet allowed to date: | \$405,692.00 |
| Amount of expenses paid but not yet allowed to date: | \$12.00 |

| <i>Summary of Previous Request(s) and Payment(s) for Compensation and Expense Reimbursement</i> | | | | | | | |
|--|-----------------------------|-----------------------|---------------------------|---------------------------|----------------------|----------------|-------------------------|
| Application | Period Covered | Fees Requested | Fees Paid | Expenses Requested | Expenses Paid | Balance | Order |
| First Interim Application Dkt. No. 955 | 9/16/2019 through 1/31/2020 | \$646,606.50 | \$634,943.70 ² | \$2,956.87 | \$2,956.87 | \$0.00 | Dkt. Nos. 1159 and 1306 |
| Second Interim Application Dkt. No. 1456 | 2/1/2020 through 5/31/2020 | \$336,192.00 | \$331,192.00 ³ | \$1,604.92 | \$1,504.92 | \$0.00 | Dkt. No. 1649 |

² At the request of the fee examiner, Applicant agreed to a fee and expense accommodation in the amount of \$11,662.80 in connection with its first interim fee application.

³ At the request of the fee examiner, Applicant agreed to a fee and expense accommodation in the amount of \$5,100.00 (\$5,000 in fees and \$100 in expenses) in connection with its second interim fee application.

| | | | | | | | |
|---|------------------------------|----------------|---------------------------|------------|------------|--------|---------------|
| Third Interim Application Dkt. No. 1990 | 6/1/2020 through 9/30/2020 | \$682,293.50 | \$669,130.85 ⁴ | \$2,091.13 | \$2,091.13 | \$0.00 | Dkt. No. 2144 |
| Fourth Interim Application Dkt. No. 2525 | 10/1/2020 through 12/31/2020 | \$904,388.50 | \$904,388.50 | \$851.68 | \$851.68 | \$0.00 | Dkt. No. 2698 |
| Fifth Interim Application Dkt. No. 3221 | 1/1/2021 through 5/31/2021 | \$683,168.00 | \$683,168.00 | \$887.21 | \$887.21 | \$0.00 | Dkt. No. 3603 |
| TOTAL: | | \$3,252,648.50 | \$3,222,823.05 | \$8,391.81 | \$8,291.81 | \$0.00 | |

| <i>Monthly Fee Statements Subject to the Application Period</i> | | | | | | |
|---|----------------------------------|---------------------|----------------|---------------------|-----------------|---------------------|
| Statement | | Amount Requested | | Amount Paid | | |
| Period | Dkt. and Date | Fees | Expenses | Fees (80%) | Expenses (100%) | Balance |
| 6/1/2021 – 6/30/2021 | Dkt. No. 3753 Filed: 9/10/21 | \$121,259.00 | \$0.00 | \$97,007.20 | \$0.00 | \$24,251.80 |
| 7/1/2021 – 7/31/2021 | Dkt. No. 3754 Filed: 9/10/21 | \$170,081.00 | \$12.00 | \$136,064.80 | \$12.00 | \$34,016.20 |
| 8/1/2021 – 8/31/2021 | Dkt. No. 3887 Filed: 10/5/21 | \$215,775.00 | \$0.00 | \$172,620.00 | \$0.00 | \$43,155.00 |
| 9/1/2021- 9/30/2021 | Dkt. No. 4103 Filed: 11/12/21 | \$94,197.00 | \$35.49 | \$0.00 | \$0.00 | \$94,197.00 |
| TOTAL | | \$601,312.00 | \$47.49 | \$405,692.00 | \$12.00 | \$195,620.00 |

| | |
|---------------|---|
| This is a(n): | <input type="checkbox"/> Monthly |
| | <input checked="" type="checkbox"/> Interim |
| | <input type="checkbox"/> Final Application |
| | |

⁴ At the request of the fee examiner, Applicant agreed to a fee accommodation in the amount of \$13,162.65 in connection with its third interim fee application.

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AD HOC COMMITTEE OF GOVERNMENTAL AND OTHER CONTINGENT
CLAIMANTS FOR SIXTH INTERIM ALLOWANCE OF COMPENSATION FOR
SERVICES RENDERED AND REIMBURSEMENT OF EXPENSES INCURRED FROM
JUNE 1, 2021 THROUGH AND INCLUDING SEPTEMBER 30, 2021**

TO: THE HONORABLE ROBERT D. DRAIN,
UNITED STATES BANKRUPTCY JUDGE:

Otterbourg P.C. (“**Otterbourg**” or “**Applicant**”), Co-Counsel to the Ad Hoc Committee of Governmental and Other Contingent Claimants (the “**AHC**”) in the above-captioned cases, in support of its sixth application (the “**Application**”) for allowance of interim compensation for professional services rendered and reimbursement of expenses incurred from June 1, 2021

¹ The Debtors in these chapter 11 cases, along with the last four digits of each Debtors’ registration number in the applicable jurisdiction, are as follows: Purdue Pharma L.P. (7484), Purdue Pharma Inc. (7486), Purdue Transdermal Technologies L.P. (1868), Purdue Pharma Manufacturing L.P. (3821), Purdue Pharmaceuticals L.P. (0034), Imbrium Therapeutics L.P. (8810), Adlon Therapeutics L.P. (6745), Greenfield BioVentures L.P. (6150), Seven Seas Hill Corp. (4591), Ophir Green Corp. (4594), Purdue Pharma of Puerto Rico (3925), Avrio Health L.P. (4140), Purdue Pharmaceutical Products L.P. (3902), Purdue Neuroscience Company (4712), Nayatt Cove Lifescience Inc. (7805), Button Land L.P. (7502), Rhodes Associates L.P. (N/A), Paul Land Inc. (7425), Quidnick Land L.P. (7584), Rhodes Pharmaceuticals L.P. (6166), Rhodes Technologies (7143), UDF L.P. (0495), SVC Pharma L.P. (5717) and SVC Pharma Inc. (4014). The Debtors’ corporate headquarters is located at One Stamford Forum, 201 Tresser Boulevard, Stamford, CT 06901.

through and including September 30, 2021 (the “**Application Period**”) in connection with the chapter 11 bankruptcy cases of Purdue Pharma L.P. and its affiliates (the “**Debtors**”) pending in the United States District Court for the Southern District of New York (the “**Court**”), and respectfully states:

JURISDICTION, VENUE AND STATUTORY PREDICATES

1. This Court has jurisdiction over this matter pursuant to 28 U.S.C. §§ 157 and 1334. This is core proceeding pursuant to 28 U.S.C. § 157(b). Venue of this proceeding is proper in this district pursuant to 28 U.S.C. §§ 1408 and 1409.

2. The statutory predicates for the relief sought herein are Sections 330 and 331 of Title 11 of the United States Code (the “**Bankruptcy Code**”), Rule 2016 of the Federal Rules of Bankruptcy Procedure (the “**Bankruptcy Rules**”), and Rule 2016-1 of the Local Bankruptcy Rules for the Southern District of New York (the “**Local Rules**”). This Application has been prepared in accordance with *General Order M-447*, the *Amended Guidelines for Fees and Disbursements for Professionals in Southern District of New York Bankruptcy Cases pursuant to Local Rule 2016-1(a) (as updated June 17, 2013)* (the “**Local Guidelines**”), and the *U.S. Trustee Guidelines for Reviewing Applications for Compensation and Reimbursement of Expenses Filed under 11 U.S.C. § 330 by Attorneys in larger Chapter 11 Cases, effective November 1, 2013* (the “**UST Guidelines**” and, together with the Local Guidelines, the “**Guidelines**”). Attached hereto as Exhibit A is a certification regarding compliance with the Local Guidelines (the “**Cyganowski Declaration**”).

BACKGROUND

3. On September 16, 2019 (the “**Petition Date**”), the Debtors filed voluntary petitions for relief under Chapter 11 of the Bankruptcy Code.

4. The Debtors have remained in possession of their property and continue in the management of their business as debtors-in-possession pursuant to Sections 1107 and 1108 of the Bankruptcy Code.

5. An official committee of unsecured creditors (the “UCC”) was appointed by the Office of the United States Trustee in these cases on September 27, 2019 [Dkt. No. 131].

6. On November 21, 2019, the Court entered the *Order Establishing Procedures for Interim Compensation and Reimbursement of Expenses for Retained Professionals*, dated November 21, 2019 (the “**Interim Compensation Order**”) [Dkt. No. 529]. The Interim Compensation Order provides, among other procedures, that professionals are required to file and serve monthly itemized billing statements and interim fee applications.

7. On December 2, 2019, the Court entered an *Order Authorizing the Debtors to Assume the Reimbursement Agreement and Pay the Fees and Expenses of the Ad Hoc Committee’s Professionals* (the “**Fee Assumption Order**”). [Dkt. No. 553]. The Fee Assumption Order permits the payment of the fees and expenses of the AHC’s professionals, including Applicant, *nunc pro tunc* to September 16, 2019, and requires compliance with the procedures set forth in the Interim Compensation Order. A copy of the Fee Assumption Order is annexed hereto as Exhibit B.

**SUMMARY OF PROFESSIONAL COMPENSATION
AND REIMBURSEMENT OF EXPENSES REQUESTED**

8. By this Application, Applicant seeks an order approving on an interim basis compensation in the amount of \$601,312.00 and expenses in the amount of \$47.49, representing actual and necessary expenses Applicant incurred in connection with its rendering of professional services to the AHC during the Application Period.

9. In accordance with the Interim Compensation Order, Applicant filed the following interim fee applications:

- On March 16, 2020, Applicant filed a request for first interim allowance of fees and expenses in this Case, covering the period from September 16, 2019 through and including January 31, 2020 [Dkt. No. 955]. The Court entered an order on May 15, 2020 approving that first interim request [Dkt. No. 1159]. On June 26, 2020 the Court entered a supplemental order permitting payment of the holdback amounts, less certain reductions of fees and expenses agreed to between Applicant and the fee examiner appointed in these cases [Dkt. No. 1306].
- On July 20, 2020, Applicant filed a request for second interim allowance of fees and expenses in this Case, covering the period from February 1, 2020 through and including May 31, 2020 [Dkt. No. 1456]. The Court entered an order on September 2, 2020 approving that second interim request [Dkt. No. 1649].
- On November 16, 2020, Applicant filed a request for third interim allowance of fees and expenses in this Case, covering the period from June 1, 2020 through and including September 30, 2020 [Dkt. No. 1990]. The Court entered an order on December 16, 2020 approving that third interim request [Dkt. No. 2144].
- On March 17, 2021, Applicant filed a request for fourth interim allowance of fees and expenses in this Case, covering the period from October 1, 2020 through and including December 31, 2020 [Dkt. No. 2525]. The Court entered an order on April 22, 2021 approving that fourth interim request [Dkt. No. 2698].
- On July 15, 2021, Applicant filed a request for fifth interim allowance of fees and expenses in this Case, covering the period from January 1, 2021 through and including

May 31, 2020 [Dkt. No. 3221]. The Court entered an order on August 18, 2021 approving that fifth interim request [Dkt. No. 3603].

10. The following Monthly Fee Statements were filed by Applicant during the Application Period:

| <i>Monthly Fee Statements Subject to the Application Period</i> | | | | | | |
|---|----------------------------------|---------------------|----------------|---------------------|-----------------|---------------------|
| Statement | | Amount Requested | | Amount Paid | | |
| Period | Dkt. and Date | Fees | Expenses | Fees (80%) | Expenses (100%) | Balance |
| 6/1/2021 – 6/30/2021 | Dkt. No. 3753 Filed: 9/10/21 | \$121,259.00 | \$0.00 | \$97,007.20 | \$0.00 | \$24,251.80 |
| 7/1/2021 – 7/31/2021 | Dkt. No. 3754 Filed: 9/10/21 | \$170,081.00 | \$12.00 | \$136,064.80 | \$12.00 | \$34,016.20 |
| 8/1/2021 – 8/31/2021 | Dkt. No. 3887 Filed: 10/5/21 | \$215,775.00 | \$0.00 | \$172,620.00 | \$0.00 | \$43,155.00 |
| 9/1/2021- 9/30/2021 | Dkt. No. 4103 Filed: 11/12/21 | \$94,197.00 | \$35.49 | \$0.00 | \$0.00 | \$94,197.00 |
| TOTAL | | \$601,312.00 | \$47.49 | \$405,692.00 | \$12.00 | \$195,620.00 |

11. Applicant attaches the following in support of this Application:

- Exhibit C is a summary of the compensation sought by Applicant by project code for the Application Period and a comparison to the Applicant's budget and proposed staffing plan.
- Exhibit D is a list of the attorneys and paraprofessionals who have worked on these cases during the Application Period, the aggregate time invested by each individual, the applicable hourly billing rate, and the amount of fees attributable to each individual, as well as the hours and time spent by position (e.g., partner, associate, clerk), blended hourly rates, and a comparison against the blended rates of other non-insolvency attorneys and professionals at Otterbourg.
- Exhibit E contains a copy of the computer-generated time entries reflecting the time recorded during the Application Period, organized in project billing categories by the Applicant.
- Exhibit F is a summary of reimbursement sought by the Applicant by expense type for all expenses incurred during the Application Period.

- Exhibit G contains a copy of the computer-generated list of expenses incurred during the Application Period.

SUMMARY AND HIGHLIGHTS OF SERVICES RENDERED

12. During the Application Period, Applicant performed services on a variety of tasks for the AHC, all of which are set forth in Applicant's detailed time records. The following summary is intended only to highlight some of the services rendered by Applicant during the Application Period and is not intended to be a complete recitation of all activities performed. Although every effort was made to consistently categorize the actual services provided into the appropriate category, certain tasks were interrelated and could properly be categorized in multiple categories.

A. Plan and Disclosure Statement

13. The vast majority of Applicant's time during the Applications Period was spent in connection with the Debtor's proposed plan or reorganization (the "**Plan**"), which was ultimately confirmed after a nine day hearing, not including pre-trial conferences and the reading of the Court's ruling into the record. At the start of the Application Period, the Court was considering whether to approve the Debtors' Disclosure Statement. Applicant attended the continued Disclosure Statement hearing and reviewed the many revisions to the Disclosure Statement, which was ultimately approved by the Court.

14. Although the Disclosure Statement was approved, there remained a myriad of open Plan issues that needed to be resolved. Throughout the Application Period, the Debtors, the AHC and other parties in interest continued with intense settlement discussions that continued up to and throughout the confirmation hearing. Applicant kept apprised of the status of discussions and the constantly evolving open issues, including resolutions reached to reduce the number of open issues. Applicant also communicated with various states' representatives, both on and off

the AHC, and counsel for the Non-Consenting State Group (the “NCSG”) concerning items of mutual interest. Throughout this time, Applicant also reviewed each new iteration of the Plan, which was amended eight times alone during the Application Period.

15. During the Application Period, Applicant had weekly calls (usually several times a week) with co-counsel to discuss the status of negotiations. Applicant also regularly spoke with various subgroups of the AHC (including the states’ Plan negotiation subgroup), as well as counsel for the NCSG regarding open plan issues and participated in meetings with the other creditor groups. Applicant worked with AHC co-counsel and the states’ Plan negotiation subgroup to prepare for the confirmation hearing. Applicant reviewed outlines for the hearing and evidence to be presented in support of confirmation, and draft declarations that were submitted as direct testimony. Applicant also reviewed the brief filed in support of confirmation and in opposition to the multiple objections to the Plan. Applicant also assisted with the review and analysis of the objections and issues raised by the objecting parties.

16. In addition to the Plan and Disclosure Statement, there were several necessary supporting documents that are required to be negotiated and filed in connection with the approval of any Plan. Critical to carrying out the terms of the plan of reorganization is the formulation of the governing documents that will control the trusts to be established to carry out the various goals of the Plan, including making distributions to private parties and overseeing the distribution of funds to be used for abatement. These documents underwent multiple revisions during the course of the Application Period. Applicant spent time reviewing the various drafts of documents and participated in discussions concerning the governance of the various trusts to be established pursuant to the Plan.

17. Applicant attended by video and teleconference the multi-day hearing that spanned the course of multiple weeks. In addition to a pre-trial conference on August 9, 2021, the hearing to consider confirmation of the Plan took place from August 12-27, 2021, culminating with the Court reading its ruling into the record on September 1, 2021. The Plan that was ultimately approved by the Court was the Debtor's twelfth amended plan. Following the confirmation hearing, Applicant reviewed the Confirmation Order and Findings of Fact and Conclusions of Law. Applicant has also been working with co-counsel and a subset of the AHC to address post-effective date matters, including organizing the trusts and other governance oversight bodies, so that they can be up and running by the time the plan becomes effective. There have been several appeals filed with respect to the Confirmation Order and the appellate process is ongoing. Applicant reviewed the Notices of Appeal filed at the end of the Application Period and analyzed the issues relevant to the appeals and requests to stay the confirmation of the Plan.

B. Litigation and Adversary Matters

18. The Debtors previously commenced an adversary proceeding against their insurance companies seeking to enforce insurance coverage and obtain insurance coverage on asserted claims (the "**Insurance Litigation**"). The Debtors, the UCC and the AHC are jointly prosecuting the Insurance Litigation. Gilbert LLP, co-counsel to the AHC, is lead counsel on behalf of the AHC. During the Application Period, Applicants assisted Gilbert in responding to discovery requests propounded by the insurance defendants in connection with the Insurance Litigation, including reviewing its files for responsive documents. Applicants also discussed with co-counsel certain findings to be included in the Confirmation Order with respect to the Insurance Litigation.

C. Case Administration/General Services/Business Operations

19. During the Application Period, Applicant participated in many conference calls and videoconferences with its co-counsel, individual members of the AHC, and other parties to these cases, including, among others counsel to the NCSG and counsel to the multi-state group. Applicant also reviewed the pending motions before the Court and participated in omnibus court hearings. Applicant also reviewed the remaining unresolved items in the Debtors' Motion for Approval of a Key Employee Incentive Plan and Key Employee Retention Plan, including the objection of the NCSG and proposed resolution of the objection. Applicant also reviewed the AHC's objection to a motion of certain creditors seeking the appointment of an Examiner (the "**Examiner Motion**"), the AHC's objection, as well as the objections of other interested parties, to the Examiner Motion, participated in the hearing to consider the Examiner Motion, and reviewed the Order, which permitted the appointment of an Examiner for a limited time and purpose.

20. Throughout all of these activities, Applicant organized with co-counsel by regularly communicating among the firms and determining the specific tasks to be undertaken by each. It was also particularly important given the size of the AHC that subsets of groups could organize and have a point of contact to discuss issues specific to each constituency and communicate them to other co-counsel and the remainder of the AHC group. Applicant primarily coordinated with the states on intra-committee issues to ascertain their positions and seek solutions. While there were activities that necessarily required full participation of the professionals, tasks were coordinated to avoid duplication of efforts.

21. Applicant also prepared and filed monthly fee statements and its fifth interim fee application as required by the Compensation Procedures Order.

D. Meetings and Communications with Ad Hoc Committee

22. Throughout the Application Period, Applicant and its co-counsel kept the AHC members advised of all matters in these cases, providing regular updates and responding to inquiries. The AHC has weekly update calls with the entire AHC and also has regular calls with the subcommittees, some of which occur on a weekly basis and others on an as-needed basis. Certain more pressing issues required multiple conference calls in a single day.

EVALUATING APPLICANT'S SERVICES

23. Applicant respectfully submits that its request for the sixth interim allowance of compensation is reasonable and appropriate. The services rendered by Applicant, as highlighted above, required substantial time and effort.

24. Bankruptcy Code section 331 provides for interim compensation of professionals and incorporates the substantive standards of Bankruptcy Code section 330 to govern the Court's award of such compensation. Bankruptcy Code section 330 provides that a court may award a professional employed under Bankruptcy Code section 327 "reasonable compensation for actual, necessary services rendered ... and reimbursement for actual, necessary expenses." Bankruptcy Code section 330 also sets forth the criteria for the award of such compensation and reimbursement.

25. In determining the amount of reasonable compensation to be awarded, the Court should consider the nature, extent, and the value of such services, taking into account all relevant factors, including:

- a. the time spent on such services;
- b. the rates charged for such services;
- c. whether the services were necessary to the administration of, or beneficial at the time at which the service was rendered toward the completion of, a case under this title;

- d. whether the services were performed within a reasonable amount of time commensurate with the complexity, importance, and nature of the problem, issue, or task addressed; and
- e. whether the compensation is reasonable based on the customary compensation charged by comparably skilled practitioners in cases other than cases under this title.

26. Applicant respectfully submits that the services for which it seeks compensation in this Application were necessary for and beneficial to the AHC, the Debtors, the Debtors' estates, and other parties in interest. Applicant also submits that the services rendered to the AHC were performed economically, effectively and efficiently and were necessary. Applicant further submits that the compensation requested herein is reasonable in light of the nature, extent and value of such services and that the fees billed and expenses incurred were well within the parameters of the budget provided to the Debtors, which estimated monthly fees of \$200,000.

27. Applicant coordinated with co-counsel to the AHC to assign tasks and avoid duplication of services. Certain services, such as participation in court hearings, conference calls and meetings and review of pertinent documents, necessarily required the involvement of multiple co-counsel advising the AHC. Applicant was primarily responsible for interfacing with the state members of the AHC and bringing such issues and concerns to the remainder of the AHC and other co-counsel.

28. Applicant's hourly rates and fees charged are consistent with the market rate for comparable services. As set forth in the Cyganowski Certification, the hourly rates and fees charged by Applicant are the same as those generally charged to, and paid by, Applicant's other clients. In accordance with its regular practice, Applicant's hourly rates are reviewed and adjusted in October of each year.

29. Applicant, to the best of its knowledge, has not included in its request for interim fees any fees related to issues of allocation among the constituencies.

30. In summary, the services rendered by Applicant were necessary and beneficial to the AHC and the Debtors' estates, and were consistently performed in a timely manner commensurate with the complexity, importance, novelty and nature of the issues involved. Accordingly, approval of the compensation sought herein is warranted.

DISBURSEMENTS

31. Applicant incurred actual and necessary out-of-pocket expenses during the Application Period, which are set forth in Exhibit G. By this Application, Applicant respectfully requests allowance of such reimbursement in full. The disbursements for which Applicant seeks reimbursement are as follows:

- a. Computer Research Charges – Otterbourg's practice is to bill clients for electronic research at actual cost, which does not include amortization for maintenance and equipment.
- b. Air Freight – Otterbourg's practice is to bill clients for air freight (Federal Express) at its actual cost.

APPLICANTS' STATEMENT PURSUANT TO APPENDIX B OF THE UST GUIDELINES

32. The following statement is provided pursuant to § C.5. of the UST Guidelines.

- a. **Question:** Did you agree to any variations from, or alternatives to, your standard or customary billing rates, fees or terms of services pertaining to this engagement that were provided during the application period? If so, please explain.

Answer: No.

- b. **Question:** If the fees sought in this fee application as compared to the fees budgeted for the time period covered by this fee application are higher by 10% or more, did you discuss the reasons for the variation with the client?

Answer: The fees sought in the Application do not exceed the fees budgeted for the Application Period and are, in fact, considerably less than the amount budgeted.

- c. **Question:** Have any of the professionals included in this fee application varied their hourly rate based on the geographic location of the bankruptcy case?

Answer: No.

- d. **Question:** Does the fee application include time or fees related to reviewing or revising time records or preparing, reviewing, or revising invoices? (This is limited to work involved in preparing and editing billing records that would not be compensable outside of bankruptcy and does not include reasonable fees for preparing a fee application.) If so, please quantify by hours and fees.

Answer: Yes. There were 1.80 hours (\$1,611.00) recorded for reviewing fee time.

- e. **Question:** Does this fee application include time or fees for reviewing time records to redact any privileged or other confidential information? If so, please quantify by hours and fees.

Answer: No.

- f. **Question:** If the fee application includes any rate increases since retention: (i) Did your client review and approve those rate increases in advance? (ii) Did your client agree when retaining the law firm to accept all future rate increases? If not, did you inform your client that they need not agree to modified rates or terms in order to have you continue the representation, consistent with ABA Formal Ethics Opinion 11-458?

Answer: Pursuant to Applicant's ordinary practices, hourly billable rates were increased in October 2020. Applicant was not subject to a separate retention application. The Debtors were authorized to pay the fees of Applicant pursuant to the Fee Assumption Order. The increase in Otterbourg's hourly rate was disclosed to the AHC in Otterbourg's October 2020 monthly statement and reviewed by the AHC prior to filing with the Court.

CONCLUSION

WHEREFORE, the Applicant respectfully requests that this Court enter an order (i) (a) allowing on an interim basis compensation in the aggregate amount of \$601,312.00 for fees for services rendered during the Application Period; (b) allowing on an interim basis actual,

necessary expenses incurred in connection with such services in the aggregate amount of \$47.49;
(c) authorizing and directing the Debtors to pay to the unpaid fees for services rendered during
the Application Period expenses associated with such services; and (ii) granting such other and
further relief as may be just or proper.

New York, New York
Dated: November 15, 2021

OTTERBOURG P.C.

By: /s/ Melanie L. Cyganowski
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Jennifer S. Feeney, Esq.
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EXHIBIT A

Certification

Melanie L. Cyganowski, Esq.
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UNITED STATES BANKRUPTCY COURT
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| | : |
| Debtors ¹ . | : (Jointly Administered) |
| ----- | X |

**CERTIFICATION OF MELANIE L. CYGANOWSKI IN RESPECT OF APPLICATION
OF OTTERBOURG P.C. AS CO-COUNSEL TO THE AD HOC COMMITTEE OF
GOVERNMENTAL AND OTHER CONTINGENT CLAIMANTS FOR
SIXTH INTERIM ALLOWANCE OF COMPENSATION FOR SERVICES RENDERED
AND REIMBURSEMENT OF EXPENSES INCURRED FROM
JUNE 1, 2021 THROUGH AND INCLUDING SEPTEMBER 30, 2021**

I, Melanie L. Cyganowski, hereby certify that:

1. I am a member of the firm of Otterbourg P.C. ("Otterbourg"). By Order of the
Court, dated December 2, 2019, the Debtor was authorized to pay fees and expenses of

¹ The Debtors in these chapter 11 cases, along with the last four digits of each Debtors' registration number in the applicable jurisdiction, are as follows: Purdue Pharma L.P. (7484), Purdue Pharma Inc. (7486), Purdue Transdermal Technologies L.P. (1868), Purdue Pharma Manufacturing L.P. (3821), Purdue Pharmaceuticals L.P. (0034), Imbrium Therapeutics L.P. (8810), Adlon Therapeutics L.P. (6745), Greenfield BioVentures L.P. (6150), Seven Seas Hill Corp. (4591), Ophir Green Corp. (4594), Purdue Pharma of Puerto Rico (3925), Avrio Health L.P. (4140), Purdue Pharmaceutical Products L.P. (3902), Purdue Neuroscience Company (4712), Nayatt Cove Lifescience Inc. (7805), Button Land L.P. (7502), Rhodes Associates L.P. (N/A), Paul Land Inc. (7425), Quidnick Land L.P. (7584), Rhodes Pharmaceuticals L.P. (6166), Rhodes Technologies (7143), UDF L.P. (0495), SVC Pharma L.P. (5717) and SVC Pharma Inc. (4014). The Debtors' corporate headquarters is located at One Stamford Forum, 201 Tresser Boulevard, Stamford, CT 06901.

Otterbourg as Co-Counsel to the Ad Hoc Committee of Governmental and Other Contingent Claimants *nunc pro tunc* to September 16, 2019 (the “Petition Date”). [553]

2. I am the professional designated by Otterbourg with the responsibility for compliance with the *Amended Guidelines for Fees and Disbursements for Professionals in Southern District of New York Bankruptcy Cases* (as updated June 17, 2013) (the “Local Guidelines”), and the *Guidelines for Reviewing Applications for Compensation and Reimbursement of Expenses Filed Under United States Code by Attorneys in Larger Chapter 11 Cases*, adopted by the Executive Office for the United States Trustee (the “UST Guidelines”, and together with the Local Guidelines, the “Guidelines”) and the *Order Establishing Procedures for Interim Compensation and Reimbursement of Expenses for Retained Professionals*, [Dkt. No. 529] (the “Interim Compensation Order”).

3. This Certification is made in support of Otterbourg’s sixth interim application (the “Interim Fee Application”) for the interim allowance of compensation for services rendered and reimbursement of expenses incurred for the period from June 1, 2021 through and including September 30, 2021 (the “Application Period”).

4. I have reviewed the Interim Fee Application.

5. To the best of my knowledge, information and belief formed after reasonable inquiry of the Otterbourg accounting personnel and legal and paraprofessional staff, the Interim Fee Application complies with the mandatory guidelines set forth in the Guidelines.

6. The fees and disbursements sought are billed at rates and in accordance with practices customarily employed by Otterbourg and generally accepted by Otterbourg’s clients.

7. To the best of my knowledge, information and belief formed after reasonable inquiry of the Otterbourg personnel, Otterbourg does not make a profit in connection with any disbursements sought in the Interim Fee Application except (i) in recording certain

disbursements, for administrative convenience, charges are rounded up to the nearest dollar (*e.g.*, long distance telephone calls); (ii) volume discounts, if any, are not reflected (*e.g.*, Federal Express); and (iii) certain estimates for expenses related to various disbursements are not specifically calculated (*e.g.*, taxes, rental charges and related costs of Westlaw).

8. To the best of my knowledge, information and belief formed after reasonable inquiry of the Otterbourg accounting personnel, Otterbourg does not include in the amount of any disbursements the amortization of the cost of any investment, equipment or capital outlay.

9. To the best of my knowledge, information and belief formed after reasonable inquiry of the Otterbourg accounting personnel, to the extent that Otterbourg has purchased or contracted for services from a third party, reimbursement is sought only for the amount billed by the third party to Otterbourg and paid.

10. Otterbourg maintains supporting documentation for each item for which reimbursement is sought (*e.g.*, conference calls, meals chargeable and transportation) and such documentation is available for review on request by the Court or the United States Trustee.

11. Otterbourg has complied with the provisions requiring it to provide the United States Trustee for the Southern District of New York and the Debtor with a statement of the Applicant's fees and expenses.

12. The Notice Parties (as defined in the Interim Compensation Order) will each be provided with a copy of the Interim Fee Application.

New York, New York
Dated: November 15, 2021

By: /s/ Melanie L. Cyganowski
Melanie L. Cyganowski
230 Park Avenue
New York, New York 10169
(212) 661-9100
*Co-Counsel to the Ad Hoc Committee of
Governmental and Other Contingent
Litigation Claimants*

EXHIBIT B

Fee Assumption Order

**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK**

In re:

**PURDUE PHARMA L.P., *et al.*,

Debtors.¹**

Chapter 11

Case No. 19-23649 (RDD)

(Jointly Administered)

**ORDER AUTHORIZING THE DEBTORS TO ASSUME THE REIMBURSEMENT
AGREEMENT AND PAY THE FEES AND EXPENSES OF THE AD HOC
COMMITTEE'S PROFESSIONALS**

Upon the motion (the “**Motion**”)² of Purdue Pharma L.P. and its affiliates that are debtors and debtors in possession in these cases (collectively, the “**Debtors**”), pursuant to sections 105(a), 363(b) and 365 of title 11 of the United States Code (the “**Bankruptcy Code**”), for an order (this “**Order**”) (a) authorizing the Debtors to assume the Reimbursement Agreement, attached to the Motion as **Exhibit B**, and (b) authorizing but not directing the Debtors to pay the reasonable and documented fees and expenses under the Reimbursement Agreement, without the need for further motion, fee application or order of the Court, as more fully set forth in the Motion; and the Court having jurisdiction to decide the Motion and the relief requested therein in accordance with 28 U.S.C. §§ 157(a)-(b) and 1334(b) and the Amended Standing Order of Reference M-431, dated January 31, 2012 (Preska, C.J.); and consideration of the Motion and the requested relief being a

¹ The Debtors in these cases, along with the last four digits of each Debtor’s registration number in the applicable jurisdiction, are as follows: Purdue Pharma L.P. (7484), Purdue Pharma Inc. (7486), Purdue Transdermal Technologies L.P. (1868), Purdue Pharma Manufacturing L.P. (3821), Purdue Pharmaceuticals L.P. (0034), Imbrium Therapeutics L.P. (8810), Adlon Therapeutics L.P. (6745), Greenfield BioVentures L.P. (6150), Seven Seas Hill Corp. (4591), Ophir Green Corp. (4594), Purdue Pharma of Puerto Rico (3925), Avrio Health L.P. (4140), Purdue Pharmaceutical Products L.P. (3902), Purdue Neuroscience Company (4712), Nayatt Cove Lifescience Inc. (7805), Button Land L.P. (7502), Rhodes Associates L.P. (N/A), Paul Land Inc. (7425), Quidnick Land L.P. (7584), Rhodes Pharmaceuticals L.P. (6166), Rhodes Technologies (7143), UDF LP (0495), SVC Pharma LP (5717) and SVC Pharma Inc. (4014). The Debtors’ corporate headquarters is located at One Stamford Forum, 201 Tresser Boulevard, Stamford, CT 06901.

² Capitalized terms used but not otherwise defined herein shall have the respective meanings ascribed to such terms in the Motion.

core proceeding pursuant to 28 U.S.C. § 157(b); and venue being proper before the Court pursuant to 28 U.S.C. §§ 1408 and 1409; and due and proper notice of the relief requested in the Motion having been provided, such notice having been adequate and appropriate under the circumstances, and it appearing that no other or further notice need be provided; and upon the objections (or joinders to objections) to the relief requested in the Motion filed by the Ad Hoc Group of Individual Victims, the NAS Babies Ad Hoc Committee, the Official Committee of Unsecured Creditors, the Private Insurance Plaintiffs, the U.S. Trustee, and Certain Native American Tribes [Docket Nos. 454, 458, 459, 462, 463 and 468] and the responses thereto; and the Court having held a hearing to consider the relief requested in the Motion on November 19, 2019 (the “**Hearing**”); and upon the record of the Hearing and all of the proceedings had before the Court; and after due deliberation and for the reasons stated by the Court in its bench ruling at the Hearing the Court having determined that the legal and factual bases set forth in the Motion establish good and sufficient cause for the relief granted herein, which is in the best interests of the Debtors, their estates, their creditors and all parties in interest; now, therefore,

IT IS HEREBY ORDERED THAT:

1. The Motion is granted to the extent set forth herein.
2. The Debtors are authorized to perform the Reimbursement Agreement pursuant to section 363 of the Bankruptcy Code, subject to and as modified by the terms of this Order.
3. Specifically, the Debtors are authorized, but not directed, to pay (i) Brown Rudnick LLP, (ii) Gilbert, LLP, (iii) Kramer Levin Naftalis & Frankel LLP, (iv) Otterbourg PC, (v) FTI Consulting, Inc., (vi) Compass Lexecon and (vii) Coulter & Justice (collectively, the “**Professionals**”) for their reasonable and documented fees and expenses in accordance with the terms and conditions of the Reimbursement Agreement and this Order; *provided* that, for the avoidance of doubt, the Debtors shall have no obligation to pay any fees, expenses or other

amounts incurred after the termination of the Reimbursement Agreement in accordance with its terms.

4. The authorization of the Debtors to pay (i) the reasonable and documented fees and expenses of the Professionals (other than those Professionals set forth in paragraph 3(vi) and (vii) above, which are addressed in subsection (z) of this paragraph 4 below) and (ii) reasonable and documented expenses (e.g., hotels, meals, travel costs, etc., but excluding the fees and expenses of any professional, including internal counsel, retained or employed by any Ad Hoc Committee member) incurred by the Ad Hoc Committee members in furtherance of their service on the Ad Hoc Committee (the “**Member Expenses**”) shall be subject, *mutatis mutandis*, to the procedures with respect to authorization of payment of the fees and expenses of the professionals of the Debtors and the UCC set forth in the *Order Establishing Procedures for Interim Compensation and Reimbursement of Expenses for Retained Professionals* [Docket No. 529] (as may be modified or amended by any subsequent order of the Court with respect thereto, the “**Interim Compensation Order**”) including, for the avoidance of doubt, the filing of Monthly Fee Statements and Applications (in each case as defined in the Interim Compensation Order), Interim Fee Hearings (as defined in the Interim Compensation Order), the expiration of the Objection Deadline (as defined in the Interim Compensation Order) or resolution of any Objections (as defined in the Interim Compensation Order) with respect each Monthly Fee Statement, and the 20% holdback with respect to fees until further order of the Court; *provided* that the standard for authorization of payment of the fees and expenses of the Professionals shall be whether such fees and expenses are (a) reasonable and documented and (b) reimbursable under the Reimbursement Agreement (including, without limitation, that such fees and expenses are not duplicative of other Professionals and are within the Scope (as defined in the Reimbursement Agreement)); *provided*

further that, for the avoidance of doubt, that the Professionals shall not be considered retained professionals of the Debtors or UCC and the retention of the Professionals shall not be required to satisfy the standards for retention set forth in sections 327-328 or 1103 of the Bankruptcy Code; *provided further* that, the Professionals shall seek reimbursement only for fees and expenses that are within the Scope (and, for the avoidance of doubt, neither filing objections to the claims of other creditors or advancing or prosecuting the claims of the individual members of the Ad Hoc Committee shall be considered within the Scope); *provided further* that, (x) the aggregate amount authorized to be paid pursuant to this Order shall not exceed \$1,500,000 with respect to the fees and expenses of the Professionals (including Compass Lexecon and Coulter & Justice) incurred prior to the Petition Date, (y) such prepetition fees and expenses of the Professionals, together with any prepetition Member Expenses, shall be sought only upon the earlier of (1) the execution of a restructuring support agreement among parties including the Debtors and each member of the Ad Hoc Committee and (2) confirmation of a chapter 11 plan for the Debtors, and (z) the Debtors shall not be authorized to pay any amounts to the Professionals set forth in paragraph 3(vi) and 3(vii) above (who are not currently actively engaged) unless and until authorized to do so by subsequent order of this Court in connection with one of the Applications referred to above; *provided further* that the fees and expenses of the Professionals incurred in connection with or relating to the allocation of value among the Debtors' creditors (the "**Allocation Fees**"), shall be segregated and recorded in separate matters or projects and shall be sought by Application only upon the earlier of (a) the approval by the Court of a restructuring support agreement among parties including the Debtors and each member of the Ad Hoc Committee (the "**RSA**") or (b) confirmation of a chapter 11 plan for the Debtors; *provided further* that to the extent an emergency relief fund for the use, prior to confirmation, of a substantial amount of the Debtors' cash to provide emergency relief and

assistance with respect to the opioid crisis (an “**ERF**”) has not previously been sought or approved by the Court, the RSA shall have within it a valid and credible proposal for an ERF; *provided further* that prior to the earlier of approval by the Court of an RSA or confirmation of a chapter 11 plan for the Debtors, each Professional that submits a Monthly Fee Statement or Application will include a representation therein that it has separately recorded its Allocation Fees and has not, to the best of its knowledge, included Allocation Fees in such Monthly Fee Statement or Application.

5. Notwithstanding anything to the contrary herein, the Debtors shall not be authorized to pay the fees and any expenses of any advisor to the Ad Hoc Committee other than the Professionals (as defined in paragraph 3), and the authorization to pay the fees and expenses of any advisor to the Ad Hoc Committee other than the Professionals (including any investment banker, as contemplated by the Reimbursement Agreement) shall be sought by a supplemental motion to this Court, *provided* that the Debtors are authorized to pay the fees of an investment banker, as contemplated by the Reimbursement Agreement, subject the same procedures applicable to the Professionals (as defined in paragraph 3), with the consent of the Debtors, U.S. Trustee and UCC to the retention of such investment banker and the terms of such retention.

6. Pursuant to and consistent with information and confidentiality protocols to be agreed between the Ad Hoc Committee, the Ad Hoc Group of Non-Consenting States³ and the Governmental Entities Group⁴, and acceptable to the Debtors, and any protective order in these cases, the work product of certain financial professionals engaged by the Ad Hoc Committee, including FTI Consulting, Inc., shall be made available to the Ad Hoc Group of Non-Consenting States and the Governmental Entities Group with respect to matters on which such parties share a

³ The Bankruptcy Rule 2019 statement for the Ad Hoc Group of Non-Consenting States is filed at Docket No. 296.

⁴ The Bankruptcy Rule 2019 statement for the Governmental Entities Group is filed at Docket No. 409.

common interest, subject to the terms therein, and where such work product does not contain, reflect or reference confidential information of the Debtors that they have provided to the Ad Hoc Committee but not provided to the Ad Hoc Group of Non-Consenting States and the Governmental Entities Group. The delivery of information pursuant to such information protocols described in this paragraph shall not be deemed a waiver of any common interest privilege, attorney-client privilege, work product protection, or any other applicable privileges or protections with respect thereto.

7. The contents of the Motion and the notice procedures set forth therein constitute good and sufficient notice and satisfy the Bankruptcy Rules and the Local Rules, and no other or further notice of the Motion or the entry of this Order shall be required.

8. Nothing in this Order shall be deemed to constitute (i) a grant of third-party beneficiary status or bestowal of any additional rights on any third party or (ii) a waiver of any rights, claims or defenses of the Debtors.

9. The Debtors are authorized to take all actions necessary to effectuate the relief granted pursuant to this Order in accordance with the Motion.

10. The relief granted herein shall be binding upon any chapter 11 trustee appointed in any of these chapter 11 cases or upon any chapter 7 trustee appointed in the event of a subsequent conversion of any of these chapter 11 cases to cases under chapter 7.

11. The Court retains jurisdiction with respect to all matters arising from or related to the implementation of this Order.

Dated: December 2, 2019
White Plains, New York

/s/ Robert D. Drain
THE HONORABLE ROBERT D. DRAIN
UNITED STATES BANKRUPTCY JUDGE

EXHIBIT C

Summary of Compensation By Project Code

**SUMMARY OF COMPENSATION BY
PROJECT CODE FOR THE APPLICATION PERIOD**

| Project Code | Project Category | Total Billed Hours | Average Hourly Rate | Fees Recorded |
|---------------------|--|---------------------------|----------------------------|----------------------|
| PU04 | Case Administration | 35.8 | \$1,193.51 | \$42,727.50 |
| PU06 | Employment and Fee Applications | 36.2 | \$712.80 | \$25,803.50 |
| PU08 | Litigation: Contested Matters, Adversary | 12.3 | \$1,175.08 | \$14,543.50 |
| PU09 | Meetings and Communications with Ad Hoc | 43.3 | \$1,163.24 | \$50,368.50 |
| PU11 | Plan and Disclosure Statement | 401.1 | \$1,166.76 | \$467,869.00 |
| | TOTALS: | 528.7 | \$1,137.34 | \$601,312.00 |

BUDGET V. ACTUAL FEES REQUESTED

| Project Code | Project Category | Budgeted Hours | Actual Hours | Budgeted Fees | Actual Fees |
|---------------------|---|-----------------------|---------------------|----------------------|---------------------|
| PU01 | Asset Analysis and Recovery | 20 | 35.8 | \$0 | \$0.00 |
| PU02 | Assumption and Rejection of Leases and Contract | 0 | 0 | \$0 | \$0.00 |
| PU03 | Business Operations | 20 | 0 | \$25,000.00 | \$0.00 |
| PU04 | Case Administration | 100 | 0 | \$75,000.00 | \$42,727.50 |
| PU05 | Claims Analysis | 60 | 0 | \$0 | \$0.00 |
| PU06 | Employment and Fee Applications | 55 | 36.2 | \$25,000.00 | \$25,803.50 |
| PU07 | Emergency Financing | 0 | 0 | \$0 | \$0.00 |
| PU08 | Litigation: Contested Matters, Adversary | 35 | 12.3 | \$25,000.00 | \$14,543.50 |
| PU09 | Meetings and Communications with Ad Hoc | 140 | 43.3 | \$100,000.00 | \$50,368.50 |
| PU10 | Non-Working Travel | 0 | 0 | \$0 | \$0.00 |
| PU11 | Plan and Disclosure Statement | 400 | 401.1 | \$550,000.00 | \$467,869.00 |
| TOTAL: | | 830.0 | 528.7 | \$800,000.00 | \$601,312.00 |

PROPOSED STAFFING PLAN APPLICATION PERIOD

| Category of Timekeeper | Estimated Number of Timekeepers | Actual Number of Timekeepers | Average Hourly Rate Based on Actual Timekeepers |
|-------------------------------|--|-------------------------------------|--|
| Partner | 1 | 1 | \$1400.00 |
| Of Counsel | 1 | 1 | \$895.00 |
| Associate | 1 | 1 | \$675.00 |
| Paralegal | 1 | 1 | \$325.00 |

EXHIBIT D

Summary of Hours By Professional

**SUMMARY OF HOURS BILLED BY
PROFESSIONALS FOR THE APPLICATION PERIOD**

Attorney Hours for the Application Period

| Professional | Year Admitted | Rate Per Hour | No. of Hours | Total Compensation |
|---|--------------------------|--------------------------|-------------------------|-------------------------------|
| Melanie L. Cyganowski ("MLC") Partner | 1982 | \$1400.00 | 283.9 | \$397,460.00 |
| Jennifer S. Feeney ("JSF") Of Counsel | 1998 | \$895.00 | 198.1 | \$177,299.50 |
| Robert C. Yan ("RCY") Associate | 2002 | \$675.00 | 32.5 | \$21,937.50 |
| | TOTAL | | 514.5 | \$596,697.00 |

Paraprofessional Hours for the Application Period

| Professional | Year Admitted | Rate Per Hour | No. of Hours | Total Compensation |
|---|--------------------------|--------------------------|-------------------------|-------------------------------|
| Jessica K. Hildebrandt ("JKH") Paralegal | N/A | \$325.00 | 14.2 | \$4,615.00 |
| | TOTAL | | 14.2 | \$4,615.00 |

Total Fees for the Application Period By Position

| Professional | Blended Rate | Total Hrs. | Total Fees Recorded |
|----------------------------------|---------------------|-------------------|----------------------------|
| Partner | \$1400.00 | 283.9 | \$397,460.00 |
| Of Counsel | \$895.00 | 198.1 | \$177,299.50 |
| Associate | \$675.00 | 32.5 | \$21,937.50 |
| Paralegal | \$325.00 | 14.2 | \$4,615.00 |
| Blended Professional Rate | \$1,137.34 | 528.7 | \$601,312.00 |

Blended Hourly Rate for Professionals Billing to Case v. Blended Hourly Rate of All Other Professionals for Last 12 Months

| Professionals and Paraprofessionals | Blended Hourly Rate of Professionals and Paraprofessionals Not Billing to this Matter for Prior 12-Month Period by Position | Blended Hourly Rate of Professionals Billed for Application Period by Position |
|--|--|---|
| Partner | \$969.09 | \$1,400.00 |
| Of Counsel | \$801.88 | \$895.00 |
| Associate | \$456.76 | \$675.00 |
| Paraprofessional and Other Staff | \$318.33 | \$325.00 |
| Blended Attorney Rate/Total Attorney Fees | \$757.31 | \$1,137.34 |
| Blended Paralegal Rate | \$318.33 | \$325.00 |

EXHIBIT E

Time Entries

OTTERBOURG P.C.
230 PARK AVENUE
NEW YORK, NY 10169-0075

Client/Matter No.: 20186/0002
Matter Name: CHAPTER 11
Billing Partner: RL STEHL

November 9, 2021
BILL NO. 219990

For Services Rendered Through September 30, 2021:

| Phase: PU04 | | CASE ADMINISTRATION | |
|--------------------------------|---|---------------------|---------------|
| <u>DATE</u> <u>ATTORNEY</u> | <u>DESCRIPTION</u> | <u>HOURS</u> | <u>AMOUNT</u> |
| 06/06/21 MLC | Analysis of Memorandum Review and study of Motion to Appoint Examiner | 1.80 | 2,520.00 |
| 06/07/21 MLC | Conference call(s) Conference call with AHC counsel re examiner motion and response | .50 | 700.00 |
| 06/09/21 JSF | Examine Documents Analysis and Review of Issues re: Examiner Motion and Response | .40 | 358.00 |
| 06/11/21 JSF | Examine Documents Review of Objection to Examiner Motion | .80 | 716.00 |
| 06/11/21 MLC | Analysis of Memorandum Review of article re announcement by Purdue of FDA acceptance of Nalmefene HCI injunction | .40 | 560.00 |
| 06/13/21 MLC | Examine Documents Review of AHC Opposition to Examiner Motion | 1.40 | 1,960.00 |

OTTERBOURG P.C.
230 PARK AVENUE
NEW YORK, NY 10169-0075

Client/Matter: 20186/0002
Page 2

November 9, 2021
BILL NO. 219990

| <u>DATE</u> <u>ATTORNEY</u> | <u>DESCRIPTION</u> | <u>HOURS</u> | <u>AMOUNT</u> |
|--------------------------------|--|--------------|---------------|
| 06/14/21 MLC | Analysis of Memorandum Review of Debtors' Opposition to Examiner Motion | 1.00 | 1,400.00 |
| 06/14/21 MLC | Examine Documents Review of MSGE opposition to examiner motion | .60 | 840.00 |
| 06/14/21 MLC | Examine Documents Review of opposition by UCC to Examiner Motion | .90 | 1,260.00 |
| 06/14/21 MLC | Correspondence Correspondence from DPW re procedure for future hearings before Judge Drain | .20 | 280.00 |
| 06/16/21 JSF | Telephone Call(s) Participate in Court Hearing re: Appointment of Examiner | 5.00 | 4,475.00 |
| 06/16/21 MLC | Court Appearance - General Zoom hearing before Judge Drain (partial) | 2.00 | 2,800.00 |
| 06/16/21 MLC | Examine Documents Reviewed reply filed by Jackson in support of examiner motion | .80 | 1,120.00 |
| 06/16/21 MLC | Correspondence Correspondence with UST re potential examiner candidates | .10 | 140.00 |

OTTERBOURG P.C.
230 PARK AVENUE
NEW YORK, NY 10169-0075

Client/Matter: 20186/0002
Page 3

November 9, 2021
BILL NO. 219990

| <u>DATE</u> <u>ATTORNEY</u> | <u>DESCRIPTION</u> | <u>HOURS</u> | <u>AMOUNT</u> |
|--------------------------------|--|--------------|---------------|
| 06/17/21 MLC | Correspondence Correspondence with AHC counsel re potential examiner candidates for UST consideration | .30 | 420.00 |
| 06/17/21 MLC | Correspondence Correspondence with various potential candidates for UST consideration as examiner | .30 | 420.00 |
| 06/21/21 MLC | Examine Documents Review of issue re independent special committee | .40 | 560.00 |
| 06/21/21 JKH | Pacer-Docket Check Review docket re inquiry about special committee counsel | .30 | 97.50 |
| 06/22/21 MLC | Correspondence Correspondence from DPW re hearing dates and scheduling | .20 | 280.00 |
| 06/29/21 JSF | Examine Documents Review of Proposed KEIP/KERP Motion Filed by Debtor | .30 | 268.50 |
| 06/30/21 JSF | Examine Documents Review of Examiner Order | .20 | 179.00 |

OTTERBOURG P.C.
230 PARK AVENUE
NEW YORK, NY 10169-0075

Client/Matter: 20186/0002
Page 4

November 9, 2021
BILL NO. 219990

| <u>DATE</u> <u>ATTORNEY</u> | <u>DESCRIPTION</u> | <u>HOURS</u> | <u>AMOUNT</u> |
|--------------------------------|---|--------------|---------------|
| 06/30/21 MLC | Analysis of Memorandum Review and analysis of Debtors' motion for proposed KEIP and KERP | 1.70 | 2,380.00 |
| 06/30/21 MLC | Review Financial Documents Review of summary prepared by FTI/HL re key observations re KERP and KEIP | .80 | 1,120.00 |
| 06/30/21 MLC | Correspondence Correspondence between KL and the examiner re examiner tasks and questions for follow-up with AHC | .60 | 840.00 |
| 07/09/21 MLC | Correspondence Correspondence with consenting states re various monitor issues | .60 | 840.00 |
| 07/20/21 MLC | Analysis of Memorandum Review and analysis of Examiner report | 1.30 | 1,820.00 |
| 07/21/21 JSF | Examine Documents Review of KEIP/KERP Counterproposals | .30 | 268.50 |
| 07/27/21 JSF | Examine Documents Review of NCSG Objection to KEIP/KERP | .30 | 268.50 |
| 07/29/21 JSF | Telephone Call(s) Participate in Court Hearing re: KERP | 1.50 | 1,342.50 |

OTTERBOURG P.C.
230 PARK AVENUE
NEW YORK, NY 10169-0075

Client/Matter: 20186/0002
Page 5

November 9, 2021
BILL NO. 219990

| <u>DATE</u> <u>ATTORNEY</u> | <u>DESCRIPTION</u> | <u>HOURS</u> | <u>AMOUNT</u> |
|--------------------------------|--|--------------|---------------|
| 07/29/21 MLC | Court Appearance - General Hearing on 2021 KERP | 1.30 | 1,820.00 |
| 08/19/21 MLC | Examine Documents Review of Sixth Monitor Report | .60 | 840.00 |
| 08/20/21 MLC | Examine Documents Reviewed Limited Objection filed by Non-Consenting States to 2021 Key Employee Incentive Plan | .40 | 560.00 |
| 09/13/21 JSF | Telephone Call(s) Participate in Omnibus Court Hearing | 5.00 | 4,475.00 |
| 09/13/21 MLC | Court Appearance - General Attended court hearing | 3.30 | 4,620.00 |
| 09/29/21 JSF | Examine Documents Review of Summary of Proposed Sale of CellAct Assets | .20 | 179.00 |
| TOTAL PHASE PU04 | | 35.80 | \$42,727.50 |

Phase: PU06

EMPLOYMENT & FEE APPLICATIONS

| <u>DATE</u> <u>ATTORNEY</u> | <u>DESCRIPTION</u> | <u>HOURS</u> | <u>AMOUNT</u> |
|--------------------------------|--------------------|--------------|---------------|
|--------------------------------|--------------------|--------------|---------------|

OTTERBOURG P.C.
230 PARK AVENUE
NEW YORK, NY 10169-0075

Client/Matter: 20186/0002
Page 6

November 9, 2021
BILL NO. 219990

| <u>DATE</u> <u>ATTORNEY</u> | <u>DESCRIPTION</u> | <u>HOURS</u> | <u>AMOUNT</u> |
|--------------------------------|--|--------------|---------------|
| 06/29/21 JKH | Prepare Papers Prepare draft monthly statement | .40 | 130.00 |
| 06/30/21 JSF | Prepare Legal Papers Monthly Fee Statements Preparation | .40 | 358.00 |
| 06/30/21 JKH | Prepare Papers Prepare draft monthly statements | 1.40 | 455.00 |
| 07/01/21 JSF | Prepare Legal Papers Preparation of January Monthly Fee Statement | 1.20 | 1,074.00 |
| 07/01/21 JSF | Examine Documents Review of January and February Time Detail | .80 | 716.00 |
| 07/02/21 JSF | Prepare Legal Papers Preparation of Fee Application | 2.20 | 1,969.00 |
| 07/02/21 JSF | Examine Documents Preparation of January and February Fee Statements | .60 | 537.00 |
| 07/02/21 JKH | Prepare Papers Prepare draft monthly statements | .60 | 195.00 |
| 07/06/21 JSF | Examine Documents Review of January and February Fee Statements | .70 | 626.50 |

OTTERBOURG P.C.
230 PARK AVENUE
NEW YORK, NY 10169-0075

Client/Matter: 20186/0002
Page 7

November 9, 2021
BILL NO. 219990

| <u>DATE</u> <u>ATTORNEY</u> | <u>DESCRIPTION</u> | <u>HOURS</u> | <u>AMOUNT</u> |
|--------------------------------|--|--------------|---------------|
| 07/06/21 JKH | Prepare Papers Prepare draft statements for January and February | 1.20 | 390.00 |
| 07/09/21 JSF | Prepare Legal Papers Preparation of Interim Fee Application | 1.50 | 1,342.50 |
| 07/09/21 JKH | Prepare Papers Prepare draft monthly statements | .70 | 227.50 |
| 07/12/21 JSF | Prepare Legal Papers Preparation of Fifth Interim Application | 1.60 | 1,432.00 |
| 07/12/21 JKH | Prepare Chart(s) Prepare exhibits for interim fee application | .90 | 292.50 |
| 07/13/21 JSF | Examine Documents Preparation of March Monthly Fee Statement | .90 | 805.50 |
| 07/13/21 JSF | Prepare Legal Papers Preparation of Interim Fee Application | 1.80 | 1,611.00 |
| 07/14/21 JSF | Examine Documents Review of March, April and May Monthly Fee Statements | 2.30 | 2,058.50 |
| 07/14/21 JSF | Prepare Legal Papers Preparation of Interim Fee Application | 1.70 | 1,521.50 |

OTTERBOURG P.C.
230 PARK AVENUE
NEW YORK, NY 10169-0075

Client/Matter: 20186/0002
Page 8

November 9, 2021
BILL NO. 219990

| <u>DATE</u> <u>ATTORNEY</u> | <u>DESCRIPTION</u> | <u>HOURS</u> | <u>AMOUNT</u> |
|--------------------------------|---|--------------|---------------|
| 07/14/21 MLC | Examine Documents Final review of fee application and underlying fee statements | 1.00 | 1,400.00 |
| 07/14/21 JKH | Prepare Papers Prepare final monthly statements for March through May | 1.30 | 422.50 |
| 07/14/21 JKH | Prepare Papers Prepare and finalize exhibits for fee application | 3.40 | 1,105.00 |
| 07/15/21 JSF | Examine Documents Review of Finalized Interim Fee Application for Filing | 1.20 | 1,074.00 |
| 07/15/21 JKH | Prepare Papers Edit fee application and prepare for filing | .30 | 97.50 |
| 07/30/21 JKH | Correspondence Prepare draft email requesting payment for monthly statements | .30 | 97.50 |
| 08/09/21 JSF | Examine Documents Review of July Monthly Fee Statement | .70 | 626.50 |
| 08/13/21 JSF | Examine Documents Review of June and July Time Detail | 1.00 | 895.00 |

OTTERBOURG P.C.
230 PARK AVENUE
NEW YORK, NY 10169-0075

Client/Matter: 20186/0002
Page 9

November 9, 2021
BILL NO. 219990

| <u>DATE</u> <u>ATTORNEY</u> | <u>DESCRIPTION</u> | <u>HOURS</u> | <u>AMOUNT</u> |
|--------------------------------|---|--------------|---------------|
| 08/13/21 JSF | Examine Documents Review June and July Monthly Fee Statements | .70 | 626.50 |
| 08/13/21 MLC | Examine Documents Review of fee application statements for June and July | .50 | 700.00 |
| 08/13/21 JKH | Prepare Papers Prepare monthly statements | 1.60 | 520.00 |
| 09/09/21 JSF | Examine Documents Review of June and July Monthly Fee Statements for Filing | .60 | 537.00 |
| 09/20/21 JSF | Prepare Legal Papers August Fee Statement | 1.50 | 1,342.50 |
| 09/22/21 JKH | Prepare Papers Prepare August monthly statement | .60 | 195.00 |
| 09/23/21 JSF | Examine Documents Review of August Monthly Fee Statement | .40 | 358.00 |
| 09/23/21 JKH | Prepare Papers Prepare August monthly statement | .20 | 65.00 |
| TOTAL PHASE PU06 | | 36.20 | \$25,803.50 |

Phase: PU08

LITIGATION: CONTESTED MATTERS, ADVERSARY

OTTERBOURG P.C.
230 PARK AVENUE
NEW YORK, NY 10169-0075

Client/Matter: 20186/0002
Page 10

November 9, 2021
BILL NO. 219990

| <u>DATE</u> <u>ATTORNEY</u> | <u>DESCRIPTION</u> | <u>HOURS</u> | <u>AMOUNT</u> |
|--------------------------------|--|--------------|---------------|
| 06/11/21 MLC | Analysis of Memorandum Review of NCSG continuing objection and voluntary commitment in response to Purdue extension of preliminary injunction | .60 | 840.00 |
| 06/15/21 MLC | Examine Documents Reviewed Debtors' reply in further support of preliminary injunction | .80 | 1,120.00 |
| 06/17/21 MLC | Conference call(s) Conference call with Gilbert, AHC, MSGE and NCSG on upcoming adversary proceeding hearing re various insurance issues | 1.00 | 1,400.00 |
| 06/17/21 MLC | Correspondence Follow up correspondence from Gilbert firm re insurance litigation | .80 | 1,120.00 |
| 06/21/21 JSF | Telephone Call(s) Listen to Hearing re: Insurance Claims/Arbitration Question (partial) | 1.80 | 1,611.00 |
| 06/21/21 MLC | Analysis of Memorandum Review of summary analysis of adversary proceeding (insurance) hearing before Drain (partial) | .90 | 1,260.00 |
| 07/14/21 MLC | Analysis of Memorandum Review of DOJ proposed changes to draft injunction | .90 | 1,260.00 |

OTTERBOURG P.C.
230 PARK AVENUE
NEW YORK, NY 10169-0075

Client/Matter: 20186/0002
Page 11

November 9, 2021
BILL NO. 219990

| <u>DATE</u> <u>ATTORNEY</u> | <u>DESCRIPTION</u> | <u>HOURS</u> | <u>AMOUNT</u> |
|--------------------------------|---|--------------|---------------|
| 09/22/21 JSF | Examine Documents Review of Update re: Insurance Litigation and Discovery | .20 | 179.00 |
| 09/27/21 JSF | Telephone Call(s) Call with Co-Counsel re: Insurance Litigation and Discovery Requests | .80 | 716.00 |
| 09/27/21 JSF | Examine Documents Review of Documents re: Response to Discovery Request in Insurance Litigation | .80 | 716.00 |
| 09/27/21 MLC | Conference call(s) Conference call with Gilbert firm, Brown Rudnick and Kramer re discovery requests from insurance defendants | .80 | 1,120.00 |
| 09/27/21 MLC | Correspondence Correspondence with Gilbert firm re insurance defendants' request for documents discovery | .40 | 560.00 |
| 09/29/21 JSF | Telephone Call(s) Call with Co-Counsel re: Response to Insurance Discovery Request | .40 | 358.00 |
| 09/29/21 JSF | Examine Documents Review of Documents re Re: Insurance Discovery Request | 1.30 | 1,163.50 |

OTTERBOURG P.C.
230 PARK AVENUE
NEW YORK, NY 10169-0075

Client/Matter: 20186/0002
Page 12

November 9, 2021
BILL NO. 219990

| <u>DATE</u> <u>ATTORNEY</u> | <u>DESCRIPTION</u> | <u>HOURS</u> | <u>AMOUNT</u> |
|--------------------------------|--|--------------|---------------|
| 09/29/21 MLC | Conference call(s) Conference call with Gilbert firm re insurance adversary discovery issues | .80 | 1,120.00 |
| TOTAL PHASE PU08 | | 12.30 | \$14,543.50 |

| | |
|-------------|-------------------------------------|
| Phase: PU09 | MEETINGS & COMMUNICATIONS W/ AD HOC |
|-------------|-------------------------------------|

| <u>DATE</u> <u>ATTORNEY</u> | <u>DESCRIPTION</u> | <u>HOURS</u> | <u>AMOUNT</u> |
|--------------------------------|--|--------------|---------------|
| 06/01/21 MLC | Conference call(s) Conference call with counsel for ad hoc and AHC subgroup re disclosure statement and plan issues | .80 | 1,120.00 |
| 06/03/21 JSF | Examine Documents Review of Case Updates to AHC | .40 | 358.00 |
| 06/08/21 MLC | Conference call(s) Conference call with AHC counsel and negotiations subgroup of States re confirmation issues | 1.40 | 1,960.00 |
| 06/09/21 JSF | Telephone Call(s) Participate in Weekly AHC Meeting | .60 | 537.00 |
| 06/09/21 MLC | Conference call(s) Weekly meeting with Ad Hoc and professionals | .70 | 980.00 |

OTTERBOURG P.C.
230 PARK AVENUE
NEW YORK, NY 10169-0075

Client/Matter: 20186/0002
Page 13

November 9, 2021
BILL NO. 219990

| <u>DATE</u> <u>ATTORNEY</u> | <u>DESCRIPTION</u> | <u>HOURS</u> | <u>AMOUNT</u> |
|--------------------------------|---|--------------|---------------|
| 06/09/21 MLC | Prepare for Meeting Prepared for meeting with AHC committee | .60 | 840.00 |
| 06/16/21 JSF | Telephone Call(s) Participate in Meeting with AHC Professionals re: Confirmation Hearing Preparation | 1.30 | 1,163.50 |
| 06/16/21 MLC | Examine Documents Reviewed KL summary of court hearing concerning examiner motion | .40 | 560.00 |
| 06/21/21 MLC | Examine Documents Review of KL prepared case updates to AHC | .70 | 980.00 |
| 06/22/21 JSF | Examine Documents Review of Update to AHC Including Outcome of Insurance Hearing and Examiner Order | .30 | 268.50 |
| 06/23/21 JSF | Telephone Call(s) Participate in Weekly AHC Call | 1.30 | 1,163.50 |
| 06/23/21 MLC | Conference call(s) Weekly meeting with AHC | 1.40 | 1,960.00 |
| 06/24/21 JSF | Telephone Call(s) Participate in Call with Professionals and State Representatives - Update/Status Call | .50 | 447.50 |

OTTERBOURG P.C.
230 PARK AVENUE
NEW YORK, NY 10169-0075

Client/Matter: 20186/0002
Page 14

November 9, 2021
BILL NO. 219990

| <u>DATE</u> <u>ATTORNEY</u> | <u>DESCRIPTION</u> | <u>HOURS</u> | <u>AMOUNT</u> |
|--------------------------------|---|--------------|---------------|
| 06/29/21 JSF | Telephone Call(s) Call with Professionals and Representatives of AHC re: Upcoming Matters and Status | 1.50 | 1,342.50 |
| 06/30/21 JSF | Examine Documents Review of Case Updates to AHC and Recent Filings | 1.20 | 1,074.00 |
| 06/30/21 JSF | Telephone Call(s) Participate in Weekly AHC VideoConference | 1.20 | 1,074.00 |
| 06/30/21 MLC | Conference call(s) Weekly meeting of AHC and counsel reviewing KEIP and other plan-related matters | 1.20 | 1,680.00 |
| 06/30/21 MLC | Prepare for Meeting Reviewed draft agenda in preparation for meeting with AHC | .30 | 420.00 |
| 07/01/21 JSF | Telephone Call(s) Participate in Status Call with Professionals and Certain State AHC Members | .50 | 447.50 |
| 07/02/21 MLC | Conference call(s) Conference call with certain States and lit team re WVA objection and next steps | .50 | 700.00 |

OTTERBOURG P.C.
230 PARK AVENUE
NEW YORK, NY 10169-0075

Client/Matter: 20186/0002
Page 15

November 9, 2021
BILL NO. 219990

| <u>DATE</u> <u>ATTORNEY</u> | <u>DESCRIPTION</u> | <u>HOURS</u> | <u>AMOUNT</u> |
|--------------------------------|---|--------------|---------------|
| 07/06/21 MLC | Conference call(s) Meeting with mediation subcommittee re status of mediation and related issues | .70 | 980.00 |
| 07/07/21 JSF | Telephone Call(s) Participate in Weekly AHC Meeting | .80 | 716.00 |
| 07/07/21 MLC | Conference call(s) Weekly meeting of AHC | 1.00 | 1,400.00 |
| 07/08/21 MLC | Conference call(s) Conference call with mediation subcommittee of AHC to discuss mediation proposal agreement with additional states and next steps | .80 | 1,120.00 |
| 07/13/21 MLC | Examine Documents Review of case update provided by KL to AHC | 1.10 | 1,540.00 |
| 07/14/21 JSF | Telephone Call(s) Participate in Weekly AHC Call | 1.60 | 1,432.00 |
| 07/14/21 MLC | Prepare for Meeting Reviewed agenda in preparation for weekly meeting with AHC | .30 | 420.00 |
| 07/14/21 MLC | Conference call(s) Weekly meeting with AHC and counsel | 1.60 | 2,240.00 |

OTTERBOURG P.C.
230 PARK AVENUE
NEW YORK, NY 10169-0075

Client/Matter: 20186/0002
Page 16

November 9, 2021
BILL NO. 219990

| <u>DATE</u> <u>ATTORNEY</u> | <u>DESCRIPTION</u> | <u>HOURS</u> | <u>AMOUNT</u> |
|--------------------------------|---|--------------|---------------|
| 07/21/21 JSF | Telephone Call(s) Participate in Weekly Meeting of AHC | 1.00 | 895.00 |
| 07/21/21 MLC | Conference call(s) Participate in Weekly AHC meeting | 1.10 | 1,540.00 |
| 07/28/21 JSF | Telephone Call(s) Participate in Weekly Meeting of AHC | 1.00 | 895.00 |
| 07/28/21 MLC | Conference call(s) Weekly meeting with AHC and counsel | 1.00 | 1,400.00 |
| 08/10/21 JSF | Examine Documents Review of Case Updates to AHC | .40 | 358.00 |
| 08/11/21 JSF | Telephone Call(s) Participate in Weekly AHC Meeting | 1.00 | 895.00 |
| 08/11/21 JSF | Examine Documents Review of Case Updates to AHC | .40 | 358.00 |
| 08/11/21 MLC | Conference call(s) Weekly meeting of AHC with counsel | .90 | 1,260.00 |
| 08/11/21 MLC | Prepare for Meeting Prepared for AHC weekly meeting | .30 | 420.00 |

OTTERBOURG P.C.
230 PARK AVENUE
NEW YORK, NY 10169-0075

Client/Matter: 20186/0002
Page 17

November 9, 2021
BILL NO. 219990

| <u>DATE</u> <u>ATTORNEY</u> | <u>DESCRIPTION</u> | <u>HOURS</u> | <u>AMOUNT</u> |
|--------------------------------|---|--------------|---------------|
| 08/16/21 MLC | Conference call(s) Conference call with Gilbert firm and client representatives re proposed settlement methodology for insurance claims | 1.00 | 1,400.00 |
| 08/18/21 JSF | Telephone Call(s) Participate in Weekly AHC Call | 1.00 | 895.00 |
| 08/18/21 MLC | Conference call(s) Weekly meeting of AHC | 1.30 | 1,820.00 |
| 08/23/21 JSF | Examine Documents Review of Case Updates to AHC | .40 | 358.00 |
| 08/24/21 JSF | Examine Documents Review of Updates to AHC | .60 | 537.00 |
| 08/26/21 JSF | Examine Documents Review of Updates to Committee | .40 | 358.00 |
| 09/01/21 JSF | Telephone Call(s) Participate in Weekly AHC Call | .50 | 447.50 |
| 09/01/21 MLC | Conference call(s) Weekly meeting of AHC | .40 | 560.00 |
| 09/08/21 MLC | Conference call(s) Weekly meeting of AHC | 1.00 | 1,400.00 |

OTTERBOURG P.C.
230 PARK AVENUE
NEW YORK, NY 10169-0075

Client/Matter: 20186/0002
Page 18

November 9, 2021
BILL NO. 219990

| <u>DATE</u> <u>ATTORNEY</u> | <u>DESCRIPTION</u> | <u>HOURS</u> | <u>AMOUNT</u> |
|--------------------------------|---|--------------|---------------|
| 09/14/21 JSF | Examine Documents Review of Updates to AHC | .30 | 268.50 |
| 09/15/21 MLC | Conference call(s) Conference call with AHC co-counsel and State subgroup | 1.00 | 1,400.00 |
| 09/20/21 JSF | Examine Documents Review of Plan Updates to AHC | .70 | 626.50 |
| 09/21/21 JSF | Telephone Call(s) Call with Professionals and Subgroup of States' Representatives re: Appeal and Plan Issues | .40 | 358.00 |
| 09/23/21 JSF | Telephone Call(s) Attend Status Call with Professionals and State Representatives | .50 | 447.50 |
| 09/23/21 JSF | Examine Documents Review of Updates to AHC | .20 | 179.00 |
| 09/23/21 MLC | Conference call(s) Conference call with subgroup of AHC to review post-confirmation filings | 1.00 | 1,400.00 |
| 09/28/21 JSF | Telephone Call(s) Participate in Update of Executive Committee of States' Representatives | .30 | 268.50 |

OTTERBOURG P.C.
230 PARK AVENUE
NEW YORK, NY 10169-0075

Client/Matter: 20186/0002
Page 19

November 9, 2021
BILL NO. 219990

| <u>DATE</u> <u>ATTORNEY</u> | <u>DESCRIPTION</u> | <u>HOURS</u> | <u>AMOUNT</u> |
|--------------------------------|--|--------------|---------------|
| 09/30/21 MLC | Conference call(s) Conference call update with certain state representatives and AHC counsel | .50 | 700.00 |
| TOTAL PHASE PU09 | | 43.30 | \$50,368.50 |

| | |
|-------------|-----------------------------|
| Phase: PU11 | PLAN & DISCLOSURE STATEMENT |
|-------------|-----------------------------|

| <u>DATE</u> <u>ATTORNEY</u> | <u>DESCRIPTION</u> | <u>HOURS</u> | <u>AMOUNT</u> |
|--------------------------------|---|--------------|---------------|
| 06/01/21 JSF | Telephone Call(s) Call Among AHC Professionals re: Updates on Open Issues and Status of Continued Hearing | .80 | 716.00 |
| 06/01/21 JSF | Telephone Call(s) Participate in Telephonic Court Hearing - Disclosure Statement Status | .80 | 716.00 |
| 06/01/21 MLC | Court Appearance - General Appeared in connection with continued hearing on disclosure statement | 1.00 | 1,400.00 |
| 06/01/21 MLC | Analysis of Memorandum review and analysis of draft revisions to disclosure statement and plan | 2.80 | 3,920.00 |
| 06/02/21 JSF | Telephone Call(s) Participate in Continued Disclosure Statement Hearing | 1.70 | 1,521.50 |

OTTERBOURG P.C.
230 PARK AVENUE
NEW YORK, NY 10169-0075

Client/Matter: 20186/0002
Page 20

November 9, 2021
BILL NO. 219990

| <u>DATE</u> <u>ATTORNEY</u> | <u>DESCRIPTION</u> | <u>HOURS</u> | <u>AMOUNT</u> |
|--------------------------------|--|--------------|---------------|
| 06/02/21 JSF | Examine Documents Review of Disclosure Statement and Plan Updates | .60 | 537.00 |
| 06/02/21 MLC | Analysis of Memorandum Review of proposed changes to Order approving amended DS and POR | 1.20 | 1,680.00 |
| 06/02/21 MLC | Analysis of Memorandum Review of proposed changes to Fourth Amended Plan and Fifth Amended DS | 2.20 | 3,080.00 |
| 06/02/21 MLC | Court Appearance - General Attended court hearing on amended DS and POR | 1.80 | 2,520.00 |
| 06/03/21 JSF | Examine Documents Review of Revisions to Amended Plan | 1.20 | 1,074.00 |
| 06/03/21 MLC | Conference call(s) Conference call among AHC counsel and States plan subgroup to review status of various open items | .60 | 840.00 |
| 06/03/21 MLC | Conference call(s) Conference call with Ken Eckstein (KL) and W VA counsel (Aaron Cahn) and OAG re W VA issues and concerns | .50 | 700.00 |

OTTERBOURG P.C.
230 PARK AVENUE
NEW YORK, NY 10169-0075

Client/Matter: 20186/0002
Page 21

November 9, 2021
BILL NO. 219990

| <u>DATE</u> <u>ATTORNEY</u> | <u>DESCRIPTION</u> | <u>HOURS</u> | <u>AMOUNT</u> |
|--------------------------------|--|--------------|---------------|
| 06/03/21 MLC | Correspondence Correspondence re potential discovery and expert witnesses re defense of plan | .50 | 700.00 |
| 06/03/21 MLC | Analysis of Memorandum Review of 5th amended plan and disclosure statement changes | 1.10 | 1,540.00 |
| 06/04/21 JSF | Examine Documents Review of Disclosure Statement | .60 | 537.00 |
| 06/07/21 MLC | Analysis of Memorandum Review and analysis of Fifth Amended Plan and DS | 2.20 | 3,080.00 |
| 06/07/21 MLC | Analysis of Memorandum Review of Raymond Sackler Family designation of potential expert witnesses at confirmation | .40 | 560.00 |
| 06/08/21 JSF | Examine Documents Attention to Plan and Confirmation Issues and Status of Discovery | .40 | 358.00 |
| 06/08/21 MLC | Correspondence Correspondence with John Guard re potential trustees | .30 | 420.00 |
| 06/08/21 MLC | Analysis of Memorandum Review of designation of witnesses by Public School District Creditors | .40 | 560.00 |

OTTERBOURG P.C.
230 PARK AVENUE
NEW YORK, NY 10169-0075

Client/Matter: 20186/0002
Page 22

November 9, 2021
BILL NO. 219990

| <u>DATE</u> <u>ATTORNEY</u> | <u>DESCRIPTION</u> | <u>HOURS</u> | <u>AMOUNT</u> |
|--------------------------------|--|--------------|---------------|
| 06/08/21 MLC | Correspondence Correspondence among AHC counsel and certain states re preparation as witnesses for confirmation | .30 | 420.00 |
| 06/08/21 MLC | Analysis of Memorandum Analysis of non-state public side fees and expenses protocol | 1.10 | 1,540.00 |
| 06/09/21 MLC | Analysis of Memorandum Review of revisions to amended DS and POR | 1.30 | 1,820.00 |
| 06/09/21 MLC | Analysis of Memorandum Review of potential expert witnesses for Independent Emergency Room Physician Claimants | .30 | 420.00 |
| 06/10/21 MLC | Correspondence Correspondence with AHC counsel re retention of Professor Issacharoff | .40 | 560.00 |
| 06/10/21 MLC | Analysis of Memorandum Review and analysis of revisions to NOAT Trust Agreement | 1.30 | 1,820.00 |
| 06/11/21 MLC | Correspondence Correspondence with KL litigation team to prepare for confirmation hearing | .40 | 560.00 |

OTTERBOURG P.C.
230 PARK AVENUE
NEW YORK, NY 10169-0075

Client/Matter: 20186/0002
Page 23

November 9, 2021
BILL NO. 219990

| <u>DATE</u> <u>ATTORNEY</u> | <u>DESCRIPTION</u> | <u>HOURS</u> | <u>AMOUNT</u> |
|--------------------------------|--|--------------|---------------|
| 06/11/21 MLC | Analysis of Memorandum Memo by KL to AHC re Public School District Creditors' discovery requests | .60 | 840.00 |
| 06/14/21 MLC | Analysis of Memorandum Review of draft of Guard declaration | 1.30 | 1,820.00 |
| 06/14/21 MLC | Correspondence Correspondence with KL re discovery preparation | .30 | 420.00 |
| 06/14/21 MLC | Examine Documents Review of agenda for next day hearing | .40 | 560.00 |
| 06/15/21 JSF | Examine Documents Review of States' Filed Consolidated POC | .40 | 358.00 |
| 06/15/21 JSF | Examine Documents Review of AHC Tasks re: Preparation for Confirmation Hearing | .20 | 179.00 |
| 06/15/21 JSF | Examine Documents Attention to Plan Issues and Status of Open Issues | .90 | 805.50 |
| 06/15/21 MLC | Conference call(s) Conference call with counsel and state representatives re preparing for confirmation meeting | .70 | 980.00 |

OTTERBOURG P.C.
230 PARK AVENUE
NEW YORK, NY 10169-0075

Client/Matter: 20186/0002
Page 24

November 9, 2021
BILL NO. 219990

| <u>DATE</u> <u>ATTORNEY</u> | <u>DESCRIPTION</u> | <u>HOURS</u> | <u>AMOUNT</u> |
|--------------------------------|---|--------------|---------------|
| 06/15/21 MLC | Prepare for Meeting Prepared for call with AHC counsel re discovery and preparation for confirmation hearing | .40 | 560.00 |
| 06/15/21 MLC | Examine Documents Reviewed revised NOAT agreement | .40 | 560.00 |
| 06/15/21 MLC | Correspondence Correspondence with HL re trusts and disposition of post confirmation interests | .50 | 700.00 |
| 06/15/21 MLC | Correspondence Correspondence with BR re States POC | .30 | 420.00 |
| 06/15/21 MLC | Examine Documents Review of Raymond Sackler quarterly fees report | .60 | 840.00 |
| 06/15/21 MLC | Examine Documents Review of Court approved order establishing protocol and process for confirmation hearing | .40 | 560.00 |
| 06/15/21 MLC | Correspondence Correspondence among counsel preparing for court hearing | .30 | 420.00 |
| 06/16/21 JSF | Examine Documents Review of Updates re: Next Steps and Status of Remaining Plan Issues | .50 | 447.50 |

OTTERBOURG P.C.
230 PARK AVENUE
NEW YORK, NY 10169-0075

Client/Matter: 20186/0002
Page 25

November 9, 2021
BILL NO. 219990

| <u>DATE</u> <u>ATTORNEY</u> | <u>DESCRIPTION</u> | <u>HOURS</u> | <u>AMOUNT</u> |
|--------------------------------|---|--------------|---------------|
| 06/16/21 MLC | Conference call(s) Conference call with KL litigation team with AHC and NCSG to prepare for confirmation discovery re certain states | 1.00 | 1,400.00 |
| 06/16/21 MLC | Examine Documents Review of schedule of retained causes of action | .60 | 840.00 |
| 06/16/21 MLC | Correspondence Correspondence with States subgroup re confirmation hearing/witness preparation | .30 | 420.00 |
| 06/17/21 JSF | Telephone Call(s) Call with Professionals and State Reps re: Preparation of Case for Confirmation Hearing | 1.00 | 895.00 |
| 06/17/21 JSF | Examine Documents Review of Outline for Confirmation Hearing and Necessary Evidence | .40 | 358.00 |
| 06/17/21 MLC | Conference call(s) Conference call with AHC counsel and states plan subgroup re recent negotiations with debtors and Sacklers | .90 | 1,260.00 |
| 06/21/21 MLC | Examine Documents Review of letter filed by so-called advocacy group in 50 states | .40 | 560.00 |

OTTERBOURG P.C.
230 PARK AVENUE
NEW YORK, NY 10169-0075

Client/Matter: 20186/0002
Page 26

November 9, 2021
BILL NO. 219990

| <u>DATE</u> <u>ATTORNEY</u> | <u>DESCRIPTION</u> | <u>HOURS</u> | <u>AMOUNT</u> |
|--------------------------------|---|--------------|---------------|
| 06/21/21 MLC | Examine Documents Review of draft of various MDT documents | 2.70 | 3,780.00 |
| 06/22/21 MLC | Conference call(s) Conference call with AHC counsel and states plan subgroup re status of mediation and related issues | .70 | 980.00 |
| 06/22/21 MLC | Examine Documents Review of John Guard draft declaration | .70 | 980.00 |
| 06/22/21 MLC | Correspondence Correspondence with Scott Gilbert re proposed modifications to TPP and School District settlements | .40 | 560.00 |
| 06/22/21 MLC | Correspondence Correspondence between Scott Gilbert and NAACP re recent NAACP letter | .40 | 560.00 |
| 06/23/21 JSF | Examine Documents Review of NewCo and TopCo Operating Agreement Drafts | .60 | 537.00 |
| 06/23/21 JSF | Examine Documents Update on Preparation for Confirmation Hearing and Submission of Reports | .80 | 716.00 |
| 06/24/21 JSF | Examine Documents Review and Attention to Open Plan Issues and Settlements | .60 | 537.00 |

OTTERBOURG P.C.
230 PARK AVENUE
NEW YORK, NY 10169-0075

Client/Matter: 20186/0002
Page 27

November 9, 2021
BILL NO. 219990

| <u>DATE</u> <u>ATTORNEY</u> | <u>DESCRIPTION</u> | <u>HOURS</u> | <u>AMOUNT</u> |
|--------------------------------|---|--------------|---------------|
| 06/28/21 JSF | Examine Documents Review of Open Plan Related Issues and Status | 1.20 | 1,074.00 |
| 06/28/21 MLC | Correspondence Correspondence with Non-Consenting States re excluded and snap-back parties | .30 | 420.00 |
| 06/28/21 MLC | Correspondence Follow up correspondence with AHC counsel and working group re consideration of release of additional third-parties | .80 | 1,120.00 |
| 06/29/21 JSF | Examine Documents Review of Plan and Disclosure Statement | .80 | 716.00 |
| 06/29/21 MLC | Conference call(s) Conference call with states' subgroup re plan to review open issues | .70 | 980.00 |
| 06/29/21 MLC | Correspondence Follow up correspondence with Andrew Troop re release of additional third parties | .50 | 700.00 |
| 06/29/21 MLC | Examine Documents Review of revised draft of the NewCo Credit Support Agreement | .90 | 1,260.00 |
| 06/29/21 MLC | Examine Documents Review of revised PAT Agreement and attached black-line | .80 | 1,120.00 |

OTTERBOURG P.C.
230 PARK AVENUE
NEW YORK, NY 10169-0075

Client/Matter: 20186/0002
Page 28

November 9, 2021
BILL NO. 219990

| <u>DATE</u> <u>ATTORNEY</u> | <u>DESCRIPTION</u> | <u>HOURS</u> | <u>AMOUNT</u> |
|--------------------------------|---|--------------|---------------|
| 06/30/21 MLC | Correspondence Review of correspondence re deposition scheduling | .40 | 560.00 |
| 06/30/21 MLC | Examine Documents Review of the Non-State Fee Protocol proposed between the AHC and Tribes | .80 | 1,120.00 |
| 06/30/21 MLC | Examine Documents Review of revised draft of the MDT Agreement and attached black-line | 1.30 | 1,820.00 |
| 07/01/21 MLC | Analysis of Memorandum Review and analysis of 7th Plan Supplement filed by Debtors re PI Trust Agreement, PI Futures Trust Agreement and PI Futures Trust TDP | 2.20 | 3,080.00 |
| 07/01/21 MLC | Analysis of Memorandum Review and analysis of report from West Virginia experts Malone and Cowan | 1.10 | 1,540.00 |
| 07/01/21 MLC | Examine Documents Examined documents designated as confidential by West Virginia concerning state allocation methodology | 1.70 | 2,380.00 |
| 07/01/21 MLC | Correspondence Correspondence with States' representatives re WVA claims process | .70 | 980.00 |

OTTERBOURG P.C.
230 PARK AVENUE
NEW YORK, NY 10169-0075

Client/Matter: 20186/0002
Page 29

November 9, 2021
BILL NO. 219990

| <u>DATE</u> <u>ATTORNEY</u> | <u>DESCRIPTION</u> | <u>HOURS</u> | <u>AMOUNT</u> |
|--------------------------------|---|--------------|---------------|
| 07/02/21 MLC | Conference call(s) Conference call to discuss response to WVA motion re allocation | .60 | 840.00 |
| 07/06/21 JSF | Examine Documents Review Revised Draft of NewCo Operating Agreement | 1.20 | 1,074.00 |
| 07/06/21 MLC | Analysis of Memorandum Review and analysis off confidential mediation proposal | 1.60 | 2,240.00 |
| 07/06/21 MLC | Analysis of Memorandum Review of proposed changes to NOAT agreement | 1.30 | 1,820.00 |
| 07/06/21 MLC | Analysis of Memorandum Review of document repository agreement as proposed in mediation | .90 | 1,260.00 |
| 07/06/21 MLC | Analysis of Memorandum Review of AHC comments to NewCo Transfer Agreement | 1.10 | 1,540.00 |
| 07/07/21 JSF | Examine Documents Review of Certain Plan Supplement Documents | .80 | 716.00 |
| 07/07/21 JSF | Examine Documents Review of NewCo Operating Agreement Draft and Comments | .60 | 537.00 |

OTTERBOURG P.C.
230 PARK AVENUE
NEW YORK, NY 10169-0075

Client/Matter: 20186/0002
Page 30

November 9, 2021
BILL NO. 219990

| <u>DATE</u> <u>ATTORNEY</u> | <u>DESCRIPTION</u> | <u>HOURS</u> | <u>AMOUNT</u> |
|--------------------------------|--|--------------|---------------|
| 07/07/21 JSF | Examine Documents Review of Update Summary of Open Issues re: Sackler Settlement Agreement | .70 | 626.50 |
| 07/07/21 MLC | Analysis of Memorandum Review of debtors' modifications to MDT Agreement | 1.50 | 2,100.00 |
| 07/07/21 MLC | Correspondence Review of correspondence between Kramer Levin and AHC mediation subcommittee re proposed changes to mediation proposal with former NCSG | .50 | 700.00 |
| 07/07/21 MLC | Analysis of Memorandum Review and analysis of mark-ups of the NewCo Agreement by DOJ | 1.30 | 1,820.00 |
| 07/07/21 MLC | Analysis of Memorandum Review of the comments made by TN AG to the NewCo/TopCo Operating Agreements and the responses by Brown Rudnick to those comments | 2.20 | 3,080.00 |
| 07/08/21 JSF | Telephone Call(s) Review of Updates on Status of Plan and Supplemental Documents | 1.20 | 1,074.00 |
| 07/08/21 MLC | Correspondence Correspondence re Dr Cowan's deposition testimony | .80 | 1,120.00 |

OTTERBOURG P.C.
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NEW YORK, NY 10169-0075

Client/Matter: 20186/0002
Page 31

November 9, 2021
BILL NO. 219990

| <u>DATE</u> <u>ATTORNEY</u> | <u>DESCRIPTION</u> | <u>HOURS</u> | <u>AMOUNT</u> |
|--------------------------------|---|--------------|---------------|
| 07/08/21 MLC | Analysis of Memorandum Reviewed mediation memorandum | 1.10 | 1,540.00 |
| 07/08/21 MLC | Correspondence Correspondence with John Guard re revisions to his declaration in support of certain plan supplements | .60 | 840.00 |
| 07/08/21 MLC | Examine Documents Review of the Mediator's Report | .60 | 840.00 |
| 07/08/21 MLC | Examine Documents Examined correspondence re revisions to proposed Sackler agreement with States | .50 | 700.00 |
| 07/08/21 MLC | Correspondence Correspondence with John Guard in connection with his draft declaration in support of confirmation | .40 | 560.00 |
| 07/08/21 MLC | Examine Documents Review of summary of Dr Cowan's deposition testimony | .80 | 1,120.00 |
| 07/09/21 MLC | Analysis of Memorandum Review of certain plan provisions re interaction between various trusts | 1.10 | 1,540.00 |
| 07/11/21 MLC | Analysis of Memorandum Review of changes to 6th Amended Plan | 2.20 | 3,080.00 |

OTTERBOURG P.C.
230 PARK AVENUE
NEW YORK, NY 10169-0075

Client/Matter: 20186/0002
Page 32

November 9, 2021
BILL NO. 219990

| <u>DATE</u> <u>ATTORNEY</u> | <u>DESCRIPTION</u> | <u>HOURS</u> | <u>AMOUNT</u> |
|--------------------------------|--|--------------|---------------|
| 07/11/21 MLC | Correspondence Correspondence between KL/AHC and debtors' re certain corresponding changes to 6th amended plan concerning NewCo | .80 | 1,120.00 |
| 07/11/21 MLC | Examine Documents Review of proposed changes to certain trusts and NewCo operating agreements required to be included in POR as amended by debtors | 1.30 | 1,820.00 |
| 07/11/21 MLC | Examine Documents Review of certain governance provisions of Sackler Foundation Trust | .80 | 1,120.00 |
| 07/11/21 MLC | Examine Documents Review of comments sent to Debtors from the AHC on the MDT Agreement | 1.10 | 1,540.00 |
| 07/12/21 JSF | Examine Documents Review of Issues re: Governance of Trusts | .40 | 358.00 |
| 07/12/21 JSF | Examine Documents Review of Plan and Plan Updates | .50 | 447.50 |
| 07/12/21 MLC | Correspondence Review of correspondence from Brown Rudnick tax lawyer Re: comments to revised plan | .90 | 1,260.00 |

OTTERBOURG P.C.
230 PARK AVENUE
NEW YORK, NY 10169-0075

Client/Matter: 20186/0002
Page 33

November 9, 2021
BILL NO. 219990

| <u>DATE</u> <u>ATTORNEY</u> | <u>DESCRIPTION</u> | <u>HOURS</u> | <u>AMOUNT</u> |
|--------------------------------|---|--------------|---------------|
| 07/12/21 MLC | Analysis of Memorandum Reviewed memorandum analyzing foundation board members in context of plan definitions | .90 | 1,260.00 |
| 07/12/21 MLC | Analysis of Memorandum Continued review of 6th Amended Plan | 2.10 | 2,940.00 |
| 07/12/21 MLC | Correspondence Correspondence with non-consenting State concerning Guam | .60 | 840.00 |
| 07/12/21 MLC | Examine Documents Review of WVA AG Morrissey opposition to Purdue plan and Sackler settlement | .40 | 560.00 |
| 07/12/21 MLC | Correspondence Correspondence with working group re scheduling of confirmation hearing and related issues | .40 | 560.00 |
| 07/12/21 MLC | Examine Documents Review of changes to updated drafts of the MDT Agreement and Master TDP | 1.70 | 2,380.00 |
| 07/12/21 MLC | Correspondence Correspondence re scheduling of call with newly supporting states | .30 | 420.00 |

OTTERBOURG P.C.
230 PARK AVENUE
NEW YORK, NY 10169-0075

Client/Matter: 20186/0002
Page 34

November 9, 2021
BILL NO. 219990

| <u>DATE</u> <u>ATTORNEY</u> | <u>DESCRIPTION</u> | <u>HOURS</u> | <u>AMOUNT</u> |
|--------------------------------|--|--------------|---------------|
| 07/12/21 MLC | Correspondence Correspondence re State disclaimer issue and its impact on the non-states | .30 | 420.00 |
| 07/13/21 JSF | Examine Documents Review of Sackler Agreement Terms re: Revised Payment Schedule and Remedies in Response to State Creditor Inquiry | 1.40 | 1,253.00 |
| 07/13/21 JSF | Examine Documents Review of Plan Provisions in Response to State Creditor Inquiry | 1.80 | 1,611.00 |
| 07/13/21 JSF | Correspondence Respond to State Creditor Inquiry re: Plan Provisions and Sackler Settlement | 1.10 | 984.50 |
| 07/13/21 JSF | Examine Documents Review of Sixth Amended Plan Changes | .50 | 447.50 |
| 07/13/21 MLC | Conference call(s) Conference call with AHC counsel and state subgroup re negotiations involving DOJ and other parties | .60 | 840.00 |
| 07/13/21 MLC | Examine Documents Review of reports of rebutal experts submitted by ad hoc group of hospitals | .80 | 1,120.00 |

OTTERBOURG P.C.
230 PARK AVENUE
NEW YORK, NY 10169-0075

Client/Matter: 20186/0002
Page 35

November 9, 2021
BILL NO. 219990

| <u>DATE</u> <u>ATTORNEY</u> | <u>DESCRIPTION</u> | <u>HOURS</u> | <u>AMOUNT</u> |
|--------------------------------|---|--------------|---------------|
| 07/13/21 MLC | Correspondence Review of draft correspondence with Eric Snyder re Alabama questions | .40 | 560.00 |
| 07/13/21 MLC | Correspondence Correspondence with AHC re extension of creditors' deadline to vote | .40 | 560.00 |
| 07/15/21 JSF | Examine Documents Review of Issues re: States' Consolidated Proof of Claim and Sackler Allegations | .60 | 537.00 |
| 07/15/21 MLC | Conference call(s) Conference call with AHC counsel and plan mediation subgroup | .80 | 1,120.00 |
| 07/15/21 MLC | Examine Documents Review of modifications to MDT and related documents | 2.30 | 3,220.00 |
| 07/15/21 MLC | Examine Documents Review of NAS trust agreement attached to Plan amendments | .50 | 700.00 |
| 07/15/21 MLC | Analysis of Memorandum Review of motion by Sacklers challenging States POC | 1.40 | 1,960.00 |
| 07/15/21 MLC | Correspondence Correspondence with Andrew Troop re Sackler motion | .30 | 420.00 |

OTTERBOURG P.C.
230 PARK AVENUE
NEW YORK, NY 10169-0075

Client/Matter: 20186/0002
Page 36

November 9, 2021
BILL NO. 219990

| <u>DATE</u> <u>ATTORNEY</u> | <u>DESCRIPTION</u> | <u>HOURS</u> | <u>AMOUNT</u> |
|--------------------------------|--|--------------|---------------|
| 07/15/21 MLC | Correspondence Correspondence among AHC counsel re Sackler motion and response thereto | .50 | 700.00 |
| 07/16/21 JSF | Telephone Call(s) Call with Professionals and States' Subcommittee to Review Certain Plan and Case Issues | .40 | 358.00 |
| 07/16/21 JSF | Telephone Call(s) Call with Gilbert Firm re: Confirmation Findings on Insurance Issues | .50 | 447.50 |
| 07/16/21 JSF | Examine Documents Review of Potential Insurance Related Findings re: Confirmation | .30 | 268.50 |
| 07/16/21 JSF | Examine Documents Review of Issues Raised re: States' Consolidated Claim and Plan Issues | 1.20 | 1,074.00 |
| 07/16/21 MLC | Conference call(s) Conference call with Richard Shore and his team re certain insurance litigation issues and plan confirmation | .80 | 1,120.00 |
| 07/16/21 MLC | Analysis of Memorandum Review of litigation memorandum prepared by Gilbert re certain insurance confirmation issues | .90 | 1,260.00 |

OTTERBOURG P.C.
230 PARK AVENUE
NEW YORK, NY 10169-0075

Client/Matter: 20186/0002
Page 37

November 9, 2021
BILL NO. 219990

| <u>DATE</u> <u>ATTORNEY</u> | <u>DESCRIPTION</u> | <u>HOURS</u> | <u>AMOUNT</u> |
|--------------------------------|--|--------------|---------------|
| 07/16/21 MLC | Correspondence Follow up correspondence with AHC counsel re potential responses to Sackler motion | .80 | 1,120.00 |
| 07/16/21 MLC | Correspondence Correspondence back and forth with John Guard re potential settlement with non-consenting states | .80 | 1,120.00 |
| 07/16/21 MLC | Correspondence Correspondence among counsel re withdrawal of motion by Sackler family against States' POC | .80 | 1,120.00 |
| 07/16/21 MLC | Correspondence Correspondence among AHC re budget for post confirmation Purdue disclosure program | .30 | 420.00 |
| 07/18/21 MLC | Correspondence Correspondence among AHC counsel re conference calls with DOJ re various issues | .80 | 1,120.00 |
| 07/19/21 JSF | Examine Documents Review of Certain Objections to Plan Filed by States and DOJ | 1.70 | 1,521.50 |
| 07/19/21 MLC | Conference call(s) Conference call with plan mediation subgroup re certain objections to be filed today | .70 | 980.00 |

OTTERBOURG P.C.
230 PARK AVENUE
NEW YORK, NY 10169-0075

Client/Matter: 20186/0002
Page 38

November 9, 2021
BILL NO. 219990

| <u>DATE</u> <u>ATTORNEY</u> | <u>DESCRIPTION</u> | <u>HOURS</u> | <u>AMOUNT</u> |
|--------------------------------|--|--------------|---------------|
| 07/19/21 MLC | Analysis of Memorandum Review of statement filed by DOJ re: Plan | .90 | 1,260.00 |
| 07/19/21 MLC | Analysis of Memorandum Review of objection filed by State of CT | 1.40 | 1,960.00 |
| 07/19/21 MLC | Analysis of Memorandum Review of joint objection filed by Oregon and Washington, joined in by California | 1.30 | 1,820.00 |
| 07/19/21 MLC | Analysis of Memorandum Review of summary of various objections prepared by KL | 1.30 | 1,820.00 |
| 07/20/21 JSF | Examine Documents Review of Summary of Filed Confirmation Objections | 1.60 | 1,432.00 |
| 07/20/21 MLC | Conference call(s) Conference call with AHC counsel and States' Plan subgroup re review of objections to plan | .70 | 980.00 |
| 07/20/21 MLC | Correspondence Correspondence with DPW and UCC counsel re plan objections and next steps | .40 | 560.00 |
| 07/21/21 JSF | Examine Documents Review Draft of Final Mediator's Report | .40 | 358.00 |

OTTERBOURG P.C.
230 PARK AVENUE
NEW YORK, NY 10169-0075

Client/Matter: 20186/0002
Page 39

November 9, 2021
BILL NO. 219990

| <u>DATE</u> <u>ATTORNEY</u> | <u>DESCRIPTION</u> | <u>HOURS</u> | <u>AMOUNT</u> |
|--------------------------------|--|--------------|---------------|
| 07/21/21 JSF | Examine Documents Analysis and Update of Open Confirmation Issues and Status | 1.20 | 1,074.00 |
| 07/21/21 MLC | Conference call(s) Conference call with counsel for debtors, UCC and AHC re preparation for confirmation hearing | 1.00 | 1,400.00 |
| 07/21/21 MLC | Analysis of Memorandum Review and analysis of KL summary of objections to Plan | 1.10 | 1,540.00 |
| 07/21/21 MLC | Analysis of Memorandum Review of draft of final mediator report re allocation of fees | .80 | 1,120.00 |
| 07/22/21 JSF | Examine Documents Review of Objections to Plan | 2.30 | 2,058.50 |
| 07/22/21 MLC | Correspondence Correspondence with DPW, UCC counsel and AHC counsel re: confirmation hearing process, including timing, briefing and witnesses | .60 | 840.00 |
| 07/22/21 MLC | Review/analyze Reviewed and analyzed opposition to confirmation of plan filed by CT | 1.30 | 1,820.00 |

OTTERBOURG P.C.
230 PARK AVENUE
NEW YORK, NY 10169-0075

Client/Matter: 20186/0002
Page 40

November 9, 2021
BILL NO. 219990

| <u>DATE</u> <u>ATTORNEY</u> | <u>DESCRIPTION</u> | <u>HOURS</u> | <u>AMOUNT</u> |
|--------------------------------|---|--------------|---------------|
| 07/23/21 JSF | Examine Documents Review of Filed Objections to Plan | 2.20 | 1,969.00 |
| 07/23/21 JSF | Examine Documents Review of Outline of Responses to Objections to Confirmation | 1.70 | 1,521.50 |
| 07/23/21 MLC | Examine Documents Review of debtors' initial list of potential witnesses at confirmation hearing | .40 | 560.00 |
| 07/23/21 MLC | Correspondence Correspondence with Eric Snyder (Alabama) re certain questions re non-state allocations | .40 | 560.00 |
| 07/23/21 MLC | Examine Documents Review of case update provided by KL re co-defendant objection | .60 | 840.00 |
| 07/23/21 MLC | Examine Documents Review of KL summary of objections filed by various non-consenting states | .60 | 840.00 |
| 07/26/21 JSF | Examine Documents Review of Witness and Exhibit List for Confirmation Hearing | .30 | 268.50 |
| 07/26/21 JSF | Examine Documents Attention to Confirmation Related Issues | 2.30 | 2,058.50 |

OTTERBOURG P.C.
230 PARK AVENUE
NEW YORK, NY 10169-0075

Client/Matter: 20186/0002
Page 41

November 9, 2021
BILL NO. 219990

| <u>DATE</u> <u>ATTORNEY</u> | <u>DESCRIPTION</u> | <u>HOURS</u> | <u>AMOUNT</u> |
|--------------------------------|---|--------------|---------------|
| 07/26/21 MLC | Analysis of Memorandum Review and analysis of amended Settlement Agreement with the Sacklers as filed on July 19 | 1.40 | 1,960.00 |
| 07/27/21 JSF | Examine Documents Review of NOAT and NOAT TDP re: Response to State's Inquiry on Allocation Procedures from NOAT | 1.10 | 984.50 |
| 07/27/21 JSF | Correspondence Respond to Counsel for Alabama re: NOAT Distribution Requirements | .30 | 268.50 |
| 07/27/21 JSF | Telephone Call(s) Participate in Call with State Reps and Co-Counsel re: Status of Open Issues and Confirmation Planning | .90 | 805.50 |
| 07/27/21 JSF | Examine Documents Review of Updates on Confirmation Hearing and Evidence/Witnesses | 1.70 | 1,521.50 |
| 07/27/21 JSF | Examine Documents Review of Draft Confirmation Order | 1.20 | 1,074.00 |
| 07/27/21 MLC | Conference call(s) Conference call with DPW, Akin and AHC counsel re responses to various confirmation objections | .70 | 980.00 |

OTTERBOURG P.C.
230 PARK AVENUE
NEW YORK, NY 10169-0075

Client/Matter: 20186/0002
Page 42

November 9, 2021
BILL NO. 219990

| <u>DATE</u> <u>ATTORNEY</u> | <u>DESCRIPTION</u> | <u>HOURS</u> | <u>AMOUNT</u> |
|--------------------------------|--|--------------|---------------|
| 07/27/21 MLC | Conference call(s) Conference call with States subgroup and AHC counsel re preparation of response to objections | .60 | 840.00 |
| 07/28/21 JSF | Examine Documents Review of Proposed Confirmation Hearing Schedule and Presentation of Evidence | .80 | 716.00 |
| 07/28/21 JSF | Examine Documents Review of Confirmation Order | 1.20 | 1,074.00 |
| 07/29/21 JSF | Examine Documents Review of Confirmation Updates | 1.00 | 895.00 |
| 07/29/21 JSF | Examine Documents Review and Analysis of Objection Issues re: Plan | 1.40 | 1,253.00 |
| 07/29/21 JSF | Examine Documents Review of Draft Confirmation Order | .60 | 537.00 |
| 07/30/21 JSF | Telephone Call(s) Participate in Conference Call with Counsel for AHC, UCC and New Consenting States re: Sackler Negotiations | 1.00 | 895.00 |
| 07/30/21 JSF | Examine Documents Review of Updates re: Confirmation and Confirmation Hearing and Documents in Support | 1.70 | 1,521.50 |

OTTERBOURG P.C.
230 PARK AVENUE
NEW YORK, NY 10169-0075

Client/Matter: 20186/0002
Page 43

November 9, 2021
BILL NO. 219990

| <u>DATE</u> <u>ATTORNEY</u> | <u>DESCRIPTION</u> | <u>HOURS</u> | <u>AMOUNT</u> |
|--------------------------------|---|--------------|---------------|
| 08/02/21 JSF | Examine Documents Review of Draft Confirmation Brief | 1.80 | 1,611.00 |
| 08/03/21 MLC | Conference call(s) Conference call with states subcommittee and AHC counsel | .40 | 560.00 |
| 08/03/21 MLC | Conference call(s) Conference call with KL and Gilbert re attorney fee funds issue as part of POR | 1.30 | 1,820.00 |
| 08/04/21 JSF | Examine Documents Review of Draft AHC Brief in Support of Confirmation | 1.40 | 1,253.00 |
| 08/04/21 MLC | Draft/revise Review of draft AHC memorandum of law | 1.90 | 2,660.00 |
| 08/04/21 MLC | Draft/revise Review of John Guard draft declaration | 1.10 | 1,540.00 |
| 08/05/21 JSF | Examine Documents Review of Draft AHC Confirmation Brief and Revisions | 2.80 | 2,506.00 |
| 08/05/21 JSF | Examine Documents Review of NewCo Operating Agreement re: Duties and Responsibilities of Appointed Members | 1.40 | 1,253.00 |

OTTERBOURG P.C.
230 PARK AVENUE
NEW YORK, NY 10169-0075

Client/Matter: 20186/0002
Page 44

November 9, 2021
BILL NO. 219990

| <u>DATE</u> <u>ATTORNEY</u> | <u>DESCRIPTION</u> | <u>HOURS</u> | <u>AMOUNT</u> |
|--------------------------------|---|--------------|---------------|
| 08/05/21 JSF | Examine Documents Review of Declarations in Support of AHC Brief | 2.20 | 1,969.00 |
| 08/05/21 MLC | Conference call(s) Conference call with States' working subgroup and AHC counsel | 1.80 | 2,520.00 |
| 08/05/21 MLC | Draft/revise Review of revised draft of AHC response to various objections | 2.40 | 3,360.00 |
| 08/05/21 MLC | Analysis of Memorandum Review of DPW memorandum of law in support of Plan | 2.20 | 3,080.00 |
| 08/05/21 JKH | Review/analyze Review order re: confirmation hearing; calendar dates and register appearances | .40 | 130.00 |
| 08/06/21 JSF | Examine Documents Review of Confirmation Hearing Briefs and Declarations | 4.20 | 3,759.00 |
| 08/06/21 RCY | Examine Documents Examination of confirmation replies memo. | .60 | 405.00 |
| 08/06/21 RCY | Examine Documents Examination of agenda of 8/9 pretrial conference. | .10 | 67.50 |

OTTERBOURG P.C.
230 PARK AVENUE
NEW YORK, NY 10169-0075

Client/Matter: 20186/0002
Page 45

November 9, 2021
BILL NO. 219990

| <u>DATE</u> <u>ATTORNEY</u> | <u>DESCRIPTION</u> | <u>HOURS</u> | <u>AMOUNT</u> |
|--------------------------------|---|--------------|---------------|
| 08/06/21 RCY | Examine Documents Examination of docket and pleadings relating to plan confirmation. | .90 | 607.50 |
| 08/09/21 JSF | Telephone Call(s) Participate in Pre-Trial Conference re: Confirmation Hearing | 2.50 | 2,237.50 |
| 08/09/21 JSF | Examine Documents Review of Updates on Confirmation Hearing | 1.40 | 1,253.00 |
| 08/09/21 JSF | Examine Documents Review of Analyses re: Distribution Waterfall and Timing | 1.80 | 1,611.00 |
| 08/09/21 MLC | Conference call(s) AHC working group meeting re POR open issues and next steps | 1.40 | 1,960.00 |
| 08/09/21 MLC | Conference call(s) Conference call with Gilbert and Eckstein re POR open issues | .60 | 840.00 |
| 08/09/21 MLC | Court Appearance - General Final pre-trial conference before Judge Drain in advance of confirmation hearing | 2.40 | 3,360.00 |
| 08/09/21 MLC | Analysis of Memorandum Review of Topco and Newco organization documents attached to POR | 1.10 | 1,540.00 |

OTTERBOURG P.C.
230 PARK AVENUE
NEW YORK, NY 10169-0075

Client/Matter: 20186/0002
Page 46

November 9, 2021
BILL NO. 219990

| <u>DATE</u> <u>ATTORNEY</u> | <u>DESCRIPTION</u> | <u>HOURS</u> | <u>AMOUNT</u> |
|--------------------------------|---|--------------|---------------|
| 08/10/21 JSF | Examine Documents Review of Debtors' Motion Requesting Authority to Fund Trusts | .60 | 537.00 |
| 08/10/21 JSF | Examine Documents Review of Disclosure Statement and Hypothetical Distribution Models re: Timing and Amounts of Payments to States | 2.30 | 2,058.50 |
| 08/10/21 JSF | Correspondence E-Mail to Eric Snyder re: Response to Question re: Distributions | .50 | 447.50 |
| 08/10/21 JSF | Examine Documents Review of NOAT Trust Agreement | .90 | 805.50 |
| 08/10/21 MLC | Examine Documents Reviewed memo from Gilbert re insurance issues and potential settlement approaches | 1.10 | 1,540.00 |
| 08/10/21 MLC | Examine Documents Reviewed additional resumes for potential candidates for NewCo and TopCo | .50 | 700.00 |
| 08/10/21 MLC | Examine Documents Review of 13th Plan Supplement filed by debtors | 1.40 | 1,960.00 |
| 08/10/21 MLC | Correspondence Correspondence with Alabama counsel re certain questions re confirmation | .40 | 560.00 |

OTTERBOURG P.C.
230 PARK AVENUE
NEW YORK, NY 10169-0075

Client/Matter: 20186/0002
Page 47

November 9, 2021
BILL NO. 219990

| <u>DATE</u> <u>ATTORNEY</u> | <u>DESCRIPTION</u> | <u>HOURS</u> | <u>AMOUNT</u> |
|--------------------------------|--|--------------|---------------|
| 08/10/21 MLC | Examine Documents Review of KL memo re potential candidates being considered by Korn Ferry and Spencer Stuart for potential trustee board seats | .60 | 840.00 |
| 08/10/21 MLC | Examine Documents Review of correspondence by UST with debtors' counsel re confirmation hearing cross examination | .40 | 560.00 |
| 08/10/21 JKH | Review/analyze Review Plan Supplement for Operating Agreements and prepare document binder | .60 | 195.00 |
| 08/11/21 JSF | Examine Documents Review of Updated Insurance Litigation Analysis | .40 | 358.00 |
| 08/11/21 JSF | Examine Documents Review of Confirmation Hearing Updates | 1.40 | 1,253.00 |
| 08/11/21 MLC | Correspondence Correspondence from J Peacock re clinical data transparency | .30 | 420.00 |
| 08/11/21 MLC | Correspondence Correspondence from Debtors' counsel re logistics for confirmation hearing | .40 | 560.00 |

OTTERBOURG P.C.
230 PARK AVENUE
NEW YORK, NY 10169-0075

Client/Matter: 20186/0002
Page 48

November 9, 2021
BILL NO. 219990

| <u>DATE</u> <u>ATTORNEY</u> | <u>DESCRIPTION</u> | <u>HOURS</u> | <u>AMOUNT</u> |
|--------------------------------|--|--------------|---------------|
| 08/11/21 MLC | Examine Documents Review of email from Kaminetzky outlining order of witnesses and related process to be followed at confirmation hearing | .70 | 980.00 |
| 08/11/21 MLC | Examine Documents Review of changes to POR found in 7th amended plan | 1.80 | 2,520.00 |
| 08/11/21 MLC | Examine Documents Review of statement by Court re various evidentiary objections | .40 | 560.00 |
| 08/11/21 MLC | Examine Documents Review of potential candidates for NewCo and MDT | .80 | 1,120.00 |
| 08/12/21 JSF | Telephone Call(s) Attend First Day of Confirmation Hearing (partial) | 5.50 | 4,922.50 |
| 08/12/21 MLC | Conference call(s) Conference call with States' working group re plan and open issues | .50 | 700.00 |
| 08/12/21 MLC | Court Appearance - General Attended morning session of confirmation hearing (day 1) | 2.90 | 4,060.00 |

OTTERBOURG P.C.
230 PARK AVENUE
NEW YORK, NY 10169-0075

Client/Matter: 20186/0002
Page 49

November 9, 2021
BILL NO. 219990

| <u>DATE</u> <u>ATTORNEY</u> | <u>DESCRIPTION</u> | <u>HOURS</u> | <u>AMOUNT</u> |
|--------------------------------|---|--------------|---------------|
| 08/12/21 MLC | Court Appearance - General Appeared in connection with the afternoon session of Day 1 of confirmation hearing | 2.00 | 2,800.00 |
| 08/12/21 MLC | Court Appearance - General Continued appearance at afternoon session of confirmation hearing | 1.00 | 1,400.00 |
| 08/12/21 RCY | Attend Court Hearing on Plan Attention to confirmation hearing and prepare highlight memo of testimony and transmit to MLC and JSF. | 2.50 | 1,687.50 |
| 08/13/21 JSF | Telephone Call(s) Attend Second Day of Confirmation Hearing | 6.00 | 5,370.00 |
| 08/13/21 MLC | Court Appearance - General General appearance at morning of day two of confirmation hearing (including testimony of John Guard and Gary Gotto) | 3.00 | 4,200.00 |
| 08/13/21 MLC | Court Appearance - General Attended afternoon session of day two of confirmation hearing | 3.30 | 4,620.00 |
| 08/13/21 MLC | Correspondence Correspondence with Jim McClammy re outreach by lawyer for certain prisoners with late filed claims | .20 | 280.00 |

OTTERBOURG P.C.
230 PARK AVENUE
NEW YORK, NY 10169-0075

Client/Matter: 20186/0002
Page 50

November 9, 2021
BILL NO. 219990

| <u>DATE</u> <u>ATTORNEY</u> | <u>DESCRIPTION</u> | <u>HOURS</u> | <u>AMOUNT</u> |
|--------------------------------|--|--------------|---------------|
| 08/13/21 RCY | Attend Court Hearing on Plan Attention to continued confirmation hearing and prepare highlight memo of testimony and transmit to MLC and JSF. | 5.30 | 3,577.50 |
| 08/16/21 JSF | Telephone Call(s) Attend Confirmation Hearing (partial) | 2.30 | 2,058.50 |
| 08/16/21 MLC | Court Appearance - General Attended morning hearing including hearing on interim fee applications and testimony in support of plan | 3.50 | 4,900.00 |
| 08/16/21 MLC | Court Appearance - General Attended afternoon session of Day 3 of confirmation hearing | 2.80 | 3,920.00 |
| 08/16/21 RCY | Attend Court Hearing on Plan Telephonically attend plan confirmation hearing and prepare multiple summary.emails | 6.70 | 4,522.50 |
| 08/17/21 JSF | Telephone Call(s) Attend Confirmation Hearing (partial) | 1.20 | 1,074.00 |
| 08/17/21 MLC | Court Appearance - General Appearance at morning session of Day 4 of confirmation hearing | 2.50 | 3,500.00 |

OTTERBOURG P.C.
230 PARK AVENUE
NEW YORK, NY 10169-0075

Client/Matter: 20186/0002
Page 51

November 9, 2021
BILL NO. 219990

| <u>DATE</u> <u>ATTORNEY</u> | <u>DESCRIPTION</u> | <u>HOURS</u> | <u>AMOUNT</u> |
|--------------------------------|--|--------------|---------------|
| 08/17/21 MLC | Court Appearance - General Appearance at afternoon session of Day 4 of confirmation hearing | 2.30 | 3,220.00 |
| 08/17/21 RCY | Attend Court Hearing on Plan Telephonically attend plan confirmation hearing and prepare multiple summary.emails | 7.20 | 4,860.00 |
| 08/18/21 JSF | Telephone Call(s) Attend Court Hearing (partial) | 1.50 | 1,342.50 |
| 08/18/21 MLC | Court Appearance - General Attended morning session of Day 5 of confirmation hearing | 3.50 | 4,900.00 |
| 08/18/21 MLC | Court Appearance - General Attended afternoon session of Day 5 of the confirmation hearing | .50 | 700.00 |
| 08/18/21 MLC | Correspondence Correspondence with counsel for Alabama concerning participation of subdivisions in the Plan abatement process | .80 | 1,120.00 |
| 08/18/21 RCY | Attend Court Hearing on Plan Telephonically attend plan confirmation hearing. | 3.50 | 2,362.50 |

OTTERBOURG P.C.
230 PARK AVENUE
NEW YORK, NY 10169-0075

Client/Matter: 20186/0002
Page 52

November 9, 2021
BILL NO. 219990

| <u>DATE</u> <u>ATTORNEY</u> | <u>DESCRIPTION</u> | <u>HOURS</u> | <u>AMOUNT</u> |
|--------------------------------|---|--------------|---------------|
| 08/19/21 MLC | Examine Documents Review of Second Amended Agenda for Confirmation Hearing | .30 | 420.00 |
| 08/19/21 MLC | Examine Documents Review of proposed stipulation between certain distributors, manufacturers and pharmacies with the debtors re documentary evidence | .40 | 560.00 |
| 08/19/21 MLC | Court Appearance - General Appeared at confirmation hearing for testimony of Mortimer Sackler | 1.10 | 1,540.00 |
| 08/19/21 MLC | Analysis of Memorandum Reviewed summary of testimony of Mortimer and Cathy Sackler at confirmation hearing | .90 | 1,260.00 |
| 08/19/21 MLC | Examine Documents Reviewed DPW email to Court outlining schedule of remaining testimony | .50 | 700.00 |
| 08/19/21 MLC | Examine Documents Review of memo re settlement with DMPs re their objection to confirmation | .30 | 420.00 |
| 08/19/21 RCY | Attend Court Hearing on Plan Telephonically attend plan confirmation hearing and prepare multiple summary.emails | 5.70 | 3,847.50 |

OTTERBOURG P.C.
230 PARK AVENUE
NEW YORK, NY 10169-0075

Client/Matter: 20186/0002
Page 53

November 9, 2021
BILL NO. 219990

| <u>DATE</u> <u>ATTORNEY</u> | <u>DESCRIPTION</u> | <u>HOURS</u> | <u>AMOUNT</u> |
|--------------------------------|---|--------------|---------------|
| 08/20/21 MLC | Examine Documents Reviewed KL memorandum providing summary of hearing and other updates including DMP settlement and certain modifications to Seventh Amended Plan | 1.30 | 1,820.00 |
| 08/20/21 MLC | Examine Documents Analyzed proposed changes to confirmation order circulated by DPW | 1.20 | 1,680.00 |
| 08/20/21 MLC | Examine Documents Reviewed revised draft of confirmation order circulated by DPW | .80 | 1,120.00 |
| 08/20/21 MLC | Correspondence Reviewed correspondence filed with Court re DMPs' resolution | .20 | 280.00 |
| 08/22/21 MLC | Correspondence Correspondence with debtors' counsel and objecting parties re continuation of confirmation hearing | .30 | 420.00 |
| 08/22/21 MLC | Analysis of Memorandum Review of proposed confirmation findings related to insurance issues | 1.10 | 1,540.00 |
| 08/23/21 JSF | Telephone Call(s) Participate in Confirmation Hearing Oral Argument | 7.50 | 6,712.50 |

OTTERBOURG P.C.
230 PARK AVENUE
NEW YORK, NY 10169-0075

Client/Matter: 20186/0002
Page 54

November 9, 2021
BILL NO. 219990

| <u>DATE</u> <u>ATTORNEY</u> | <u>DESCRIPTION</u> | <u>HOURS</u> | <u>AMOUNT</u> |
|--------------------------------|--|--------------|---------------|
| 08/23/21 MLC | Court Appearance - General Attended continued confirmation hearing | 6.20 | 8,680.00 |
| 08/23/21 MLC | Analysis of Memorandum Review of modifications to 8th Amended Plan | .80 | 1,120.00 |
| 08/23/21 MLC | Examine Documents Review of 15th Plan Supplement | .60 | 840.00 |
| 08/23/21 MLC | Analysis of Memorandum Review of revised proposed findings of fact and conclusions of law confirming the plan | .80 | 1,120.00 |
| 08/23/21 MLC | Correspondence Review of correspondence from UST office re time allocation for oral argument and related issues, and response from other parties including debtors | .30 | 420.00 |
| 08/25/21 JSF | Telephone Call(s) Attend Confirmation Hearing - Listen to Continuation of Closing Arguments | 6.00 | 5,370.00 |
| 08/25/21 MLC | Court Appearance - General Closing oral arguments in connection with confirmation hearing | 6.50 | 9,100.00 |
| 08/26/21 MLC | Analysis of Memorandum Review of proposed resolution of insurance issue | .90 | 1,260.00 |

OTTERBOURG P.C.
230 PARK AVENUE
NEW YORK, NY 10169-0075

Client/Matter: 20186/0002
Page 55

November 9, 2021
BILL NO. 219990

| <u>DATE</u> <u>ATTORNEY</u> | <u>DESCRIPTION</u> | <u>HOURS</u> | <u>AMOUNT</u> |
|--------------------------------|--|--------------|---------------|
| 08/26/21 MLC | Examine Documents Review of Kramer memo summarizing status of court proceeding | .30 | 420.00 |
| 08/26/21 MLC | Examine Documents Review of notices filed by Sackler parties re unsealing of certain documents | .70 | 980.00 |
| 08/27/21 JSF | Telephone Call(s) Listen to Court Hearing re: Open Issues on Confirmation | 1.80 | 1,611.00 |
| 08/27/21 JSF | Examine Documents Review of Current Amended Plan and Supplemental Plan Docs | 2.20 | 1,969.00 |
| 08/27/21 MLC | Examine Documents Review of revised changes to proposed confirmation order circulated by DPW | 1.30 | 1,820.00 |
| 08/27/21 MLC | Examine Documents Review of changes reflected in 10th amended plan | 1.60 | 2,240.00 |
| 08/27/21 MLC | Court Appearance - General Further hearing on specific questions re confirmation issues | 2.20 | 3,080.00 |
| 08/31/21 JSF | Examine Documents Review of Post-Confirmation Restructuring Steps Memorandum | .80 | 716.00 |

OTTERBOURG P.C.
230 PARK AVENUE
NEW YORK, NY 10169-0075

Client/Matter: 20186/0002
Page 56

November 9, 2021
BILL NO. 219990

| <u>DATE</u> <u>ATTORNEY</u> | <u>DESCRIPTION</u> | <u>HOURS</u> | <u>AMOUNT</u> |
|--------------------------------|--|--------------|---------------|
| 08/31/21 JSF | Examine Documents Review of Eleventh Amended Plan Changes | .50 | 447.50 |
| 08/31/21 MLC | Conference call(s) Conference call with co-counsel and certain State representatives re post confirmation issues | .70 | 980.00 |
| 08/31/21 MLC | Analysis of Memorandum Review of the restructuring steps memorandum as revised | .80 | 1,120.00 |
| 08/31/21 MLC | Examine Documents Review of the proposed changes to the proposed order of confirmation | 1.30 | 1,820.00 |
| 08/31/21 MLC | Examine Documents Review of certain changes to the 11th Amended Plan | 2.10 | 2,940.00 |
| 09/01/21 JSF | Telephone Call(s) Videoconference Participation in Confirmation Hearing Ruling | 6.80 | 6,086.00 |
| 09/01/21 MLC | Court Appearance - General Attended court hearing for court ruling | 8.00 | 11,200.00 |
| 09/01/21 MLC | Correspondence Correspondence with co-counsel to AHC and Debtor counsel re revisions to proposed confirmation order | .90 | 1,260.00 |

OTTERBOURG P.C.
230 PARK AVENUE
NEW YORK, NY 10169-0075

Client/Matter: 20186/0002
Page 57

November 9, 2021
BILL NO. 219990

| <u>DATE</u> <u>ATTORNEY</u> | <u>DESCRIPTION</u> | <u>HOURS</u> | <u>AMOUNT</u> |
|--------------------------------|--|--------------|---------------|
| 09/01/21 MLC | Analysis of Memorandum Review of notices of appeal filed by Washington State and Washington DC | 1.10 | 1,540.00 |
| 09/02/21 MLC | Analysis of Memorandum Follow up memo from KL summarizing ruling and next steps | .90 | 1,260.00 |
| 09/02/21 MLC | Analysis of Memorandum Review of 12th amended plan as revised (black-lined) | 1.30 | 1,820.00 |
| 09/02/21 MLC | Analysis of Memorandum Review of draft application prepared by DPW for reimbursement of fees for Pillsbury, NERA, Brattle and Dr Hyde per agreement | 1.30 | 1,820.00 |
| 09/02/21 MLC | Correspondence Correspondence with Andrew Troop re NOAT | .30 | 420.00 |
| 09/02/21 MLC | Analysis of Memorandum Review of suggested revisions by Troop to confirmation order draft | .60 | 840.00 |
| 09/03/21 MLC | Correspondence Correspondence with Troop and DPW re proposed revisions to draft confirmation order involving third party releases | .80 | 1,120.00 |
| 09/10/21 JSF | Examine Documents Review of Trust Documents | .40 | 358.00 |

OTTERBOURG P.C.
230 PARK AVENUE
NEW YORK, NY 10169-0075

Client/Matter: 20186/0002
Page 58

November 9, 2021
BILL NO. 219990

| <u>DATE</u> <u>ATTORNEY</u> | <u>DESCRIPTION</u> | <u>HOURS</u> | <u>AMOUNT</u> |
|--------------------------------|---|--------------|---------------|
| 09/10/21 JSF | Examine Documents Review of Approved Plan | .80 | 716.00 |
| 09/14/21 JSF | Examine Documents Review of Plan and Waterfall of Payments to Creditors | 1.30 | 1,163.50 |
| 09/14/21 MLC | Examine Documents Review of memo analyzing appeal issues | 2.20 | 3,080.00 |
| 09/15/21 JSF | Telephone Call(s) Attend Working Group Call re: Post-Effective Date Matters | .90 | 805.50 |
| 09/15/21 JSF | Examine Documents Review of Workstreams Summary for Post-Effective Date Newco | .40 | 358.00 |
| 09/15/21 JSF | Examine Documents Review of Updted Distribution Waterfall | .50 | 447.50 |
| 09/15/21 JSF | Examine Documents Review of Appeals Issues and Next Steps | 1.10 | 984.50 |
| 09/16/21 MLC | Analysis of Memorandum Review of appeals filed by DOJ and Maryland | 3.10 | 4,340.00 |
| 09/17/21 JSF | Telephone Call(s) Call with States' Representatives and Professionals re: Status of Open Plan Items | .40 | 358.00 |

OTTERBOURG P.C.
230 PARK AVENUE
NEW YORK, NY 10169-0075

Client/Matter: 20186/0002
Page 59

November 9, 2021
BILL NO. 219990

| <u>DATE</u> <u>ATTORNEY</u> | <u>DESCRIPTION</u> | <u>HOURS</u> | <u>AMOUNT</u> |
|--------------------------------|---|--------------|---------------|
| 09/17/21 JSF | Examine Documents Review and Analysis of Appeals Issues | 1.80 | 1,611.00 |
| 09/20/21 JSF | Examine Documents Review and Attention to Appeals Papers Filed by States | 2.30 | 2,058.50 |
| 09/21/21 JSF | Examine Documents Review of Appellants' in Motions for Stay and Legal Arguments | 1.20 | 1,074.00 |
| 09/21/21 MLC | Analysis of Memorandum Review of KL memo concerning outline of appellate papers filed | 1.80 | 2,520.00 |
| 09/23/21 JSF | Examine Documents Review of Modified Bench Ruling Confirming Plan | 1.30 | 1,163.50 |
| 09/23/21 JSF | Examine Documents Review of UST Motion for Stay Pending Appeal | .90 | 805.50 |
| 09/23/21 MLC | Analysis of Memorandum Review of proposed changes to John Guard affidavit | .80 | 1,120.00 |
| 09/23/21 MLC | Examine Documents Review of summary of post-confirmation filings by objecting parties | .90 | 1,260.00 |

OTTERBOURG P.C.
230 PARK AVENUE
NEW YORK, NY 10169-0075

Client/Matter: 20186/0002
Page 60

November 9, 2021
BILL NO. 219990

| <u>DATE</u> <u>ATTORNEY</u> | <u>DESCRIPTION</u> | <u>HOURS</u> | <u>AMOUNT</u> |
|--------------------------------|---|--------------------|---------------|
| 09/23/21 MLC | Analysis of Memorandum Review of "bridge" stay papers filed by UST | 1.30 | 1,820.00 |
| 09/24/21 JSF | Examine Documents Review of Appellate Papers re: Plan Confirmation | 1.20 | 1,074.00 |
| 09/24/21 MLC | Analysis of Memorandum Review of appellate papers filed by DOJ seeking stay | 3.70 | 5,180.00 |
| 09/28/21 MLC | Analysis of Memorandum Review of memorandum concerning direct appeals to Second Circuit | 2.40 | 3,360.00 |
| 09/28/21 MLC | Examine Documents Review of memorandum outlining issues on appeal | 3.10 | 4,340.00 |
| 09/30/21 JSF | Examine Documents Review of Updates re: Post-Confirmation Matters, Appeals and Stay Motions | 1.20 | 1,074.00 |
| TOTAL PHASE PU11 | | 401.10 | \$467,869.00 |
| | | TOTAL FOR SERVICES | \$601,312.00 |

EXHIBIT F

Summary of Expenses

DISBURSEMENTS FOR THE APPLICATION PERIOD

| Expense Category | Service Provider (if applicable) | Total Expenses |
|-------------------------|---|---------------------------|
| Air Freight | FedEx | \$35.49 |
| Electronic Research | Westlaw | \$12.00 |
| TOTAL: | | \$47.49 |

EXHIBIT G

List of Expenses

OTTERBOURG P.C.
230 PARK AVENUE
NEW YORK, NY 10169-0075

Client/Matter: 20186/0002
Page 61

November 9, 2021
BILL NO. 219990

DISBURSEMENTS FOR YOUR ACCOUNT

| | |
|---------------------|-------|
| Electronic Research | 12.00 |
| Air Freight | 35.49 |
| | <hr/> |
| TOTAL DISBURSEMENTS | 47.49 |